MARVEL

the AMAZING SPIDER-MAN®



ORIGIN OF THE HOBGOBLIN


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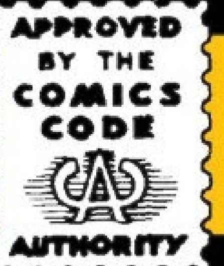
Several have worn the fearsome mask of the Hobgoblin, but the first was high-society fashion mogul Roderick Kingsley, whom Spider-Man encountered months before Kingsley became entwined in the legacy of the Green Goblin. Reeling from a rejected marriage proposal to Mary Jane Watson, the old "Parker Luck" stayed true to form as Peter found himself just one credit shy of college graduation. Followed by a whirlwind romance with the impetuous and criminally inclined Black Cat, the orchestrated "death" of his Aunt May, and a final battle with the burglar that killed his Uncle Ben, Spider-Man's life remained continuously full of danger and excitement.

Battles continued with the likes of the Masked Marauder, the Kingpin, the twisted Miles Warren clone Carrion, the Man-Wolf, and vengeful scientist Spencer Smythe. Peter also found himself fired from the *Daily Bugle* and turned into a savage Spider-Lizard, but finally managed to wrangle his life under control to begin his graduate studies at Empire State University — just as his best friend (and former Green Goblin) Harry Osborn was settling down, married to Peter's high school friend Liz Allan.

However, this lull was the calm before the storm, as just around the corner was Roderick Kingsley … a man who, at first glance, seemed so insignificant, but would soon become one of Spider-Man's deadliest enemies!

43
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MARVEL® COMICS GROUP



PETER PARKER, THE SPECTACULAR SPIDER-MAN®



TM

HER NAME IS **BELLADONNA**-- AND SPIDER-MAN CAN'T EVEN **GUESS** WHAT KIND OF TROUBLE SHE IS!

BYRNE/RUBINSTEIN

STAN LEE PRESENTS: THE SPECTACULAR SPIDER-MAN!®

ROGER STERN *writer* · MIKE ZECK *penciler* · STEVE MITCHELL *inker* · JOHN COSTANZA *letterer* · BOB SHAREN *colorist* · DENNIS O'NEIL *editor* · JIM SHOOTER *editor-in-chief*

WHEN YOU'RE A GRAD STUDENT WORKING YOUR WAY THROUGH COLLEGE, YOU HAVE TO GRAB LAB TIME WHEN AND WHERE YOU CAN FIND IT.

SUCH IS THE CASE WITH STEVE HOPKINS AND PETER PARKER, WHO ARE SPENDING THIS PARTICULAR EVENING IN THE LABORATORIES OF MANHATTAN'S EMPIRE STATE UNIVERSITY--

--WORKING ON AN EXPERIMENT WHICH IS DUE FOR A MOST UNEXPECTED INTERRUPTION!

WHOA! MY SPIDER-SENSE JUST WENT OFF LIKE A GEIGER COUNTER AT LOS ALAMOS! THAT MEANS SOME KIND OF DANGER IS NEAR--BUT WHAT COULD POSSIBLY THREATEN ME...

...HERE?

LAB 104A

WHAM

FREEZE! NOBODY MOVES, NOBODY GETS HURT!

PRETTY POISON

LF107

THAT'S IT... TURN AROUND NICE AND SLOW. NOW ALL WE WANT ARE CHEMICALS YOU'VE GOT STORED HERE. IF YOU DON'T GIVE US ANY TROUBLE, THEN EVERYONE STAYS HEALTHY... CAPESH?
THIS BROAD WE SURPRISED OUTSIDE CLAIMS TO BE THE DEPARTMENT HEAD'S SECRETARY. THAT MEANS YOU'VE GOT KEYS TO THE STOCK ROOM--RIGHT, LADY?
HEY, WHATEVER YOU SAY, MAN.
Y-YES. I'LL OPEN IT. J-JUST DON'T SHOOT!
THESE GOONS HAVE US OVER A BARREL, ALL RIGHT...


...I DON'T DARE TRY TO STOP THEM HERE. ALL SECRET IDENTITY CONSIDERATIONS ASIDE, STEVE AND DEBRA COULD BE SERIOUSLY HURT IF I MAKE ANY HASTY MOVES.


STILL, THERE SHOULD BE SOME WAY OF STOPPING THEM. I WONDER WHAT THEIR REACTION WOULD BE TO A CERTAIN RETORT OF CHEMICALS GETTING TOO HOT?
THAT'S IT, KEEP THOSE HANDS OUT WHERE I CAN SEE 'EM!
OOOH, THESE STUBBORN KEYS... THERE!
SUPPLY ROOM
KLIK
BUMP

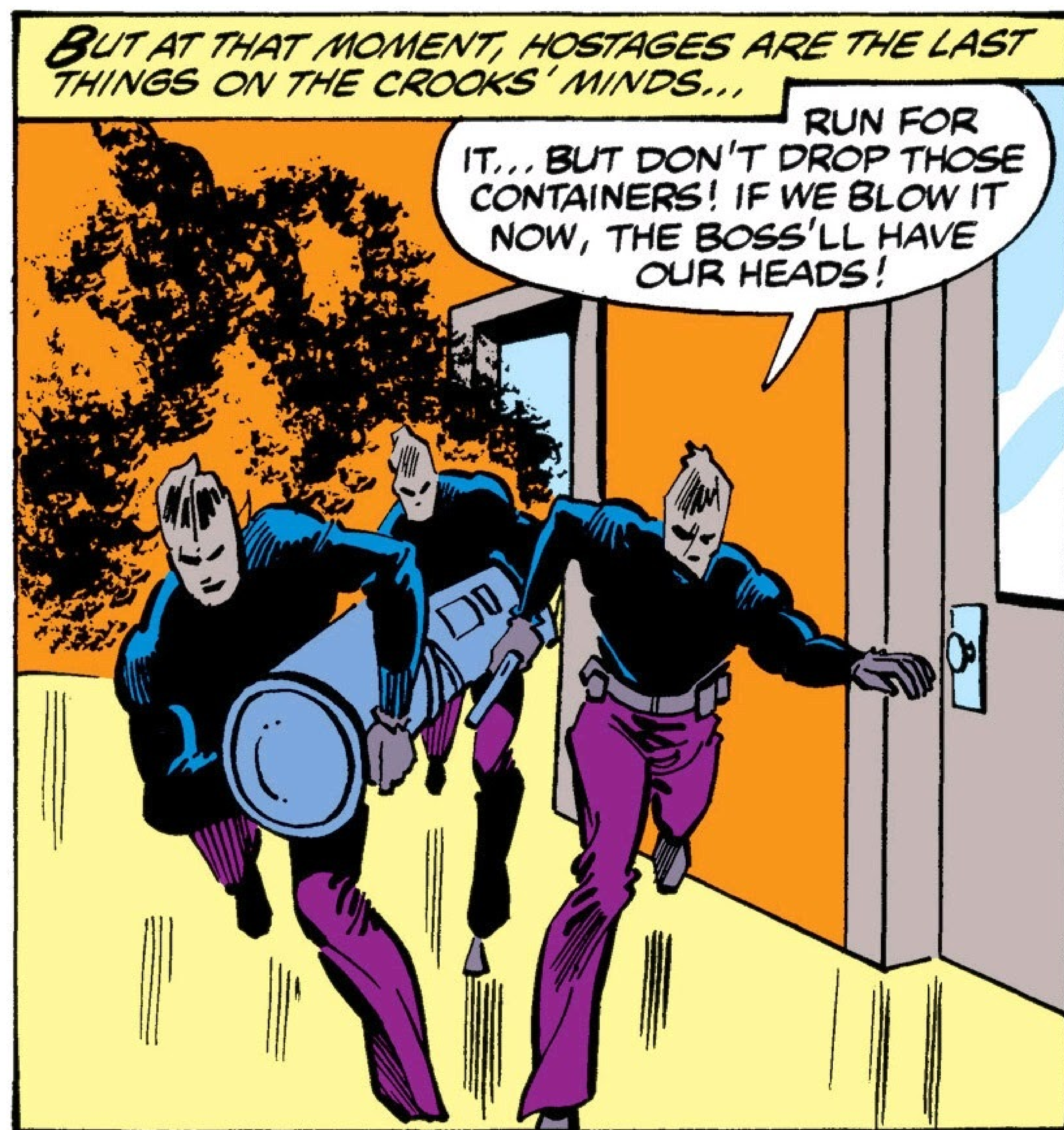

ALL RIGHT, NOW I WANT YOU THREE IN THAT STOCK ROOM!
THEY'RE STEALING TWO DRUMS OF NEO-ATROPINE? THAT'S ALL?
OH, PETER! WHAT--?
KEEP IT COOL, DEB. JUST DO WHAT THE MAN SAYS.


GO ON, GET IN THERE! HEY, THIS ROOM HAS REAL THICK WALLS, DON'T IT? IF SOMETHIN' HAPPENED, NOBODY'D HEAR A THING!
OH, GREAT! THIS IDIOT IS TRIGGER-HAPPY! LOOKS LIKE I HAVE NO CHOICE... I'LL HAVE TO JUMP HIM AND HOPE FOR THE BEST!
BUT EVEN AS PETER'S MUSCLES TENSE--

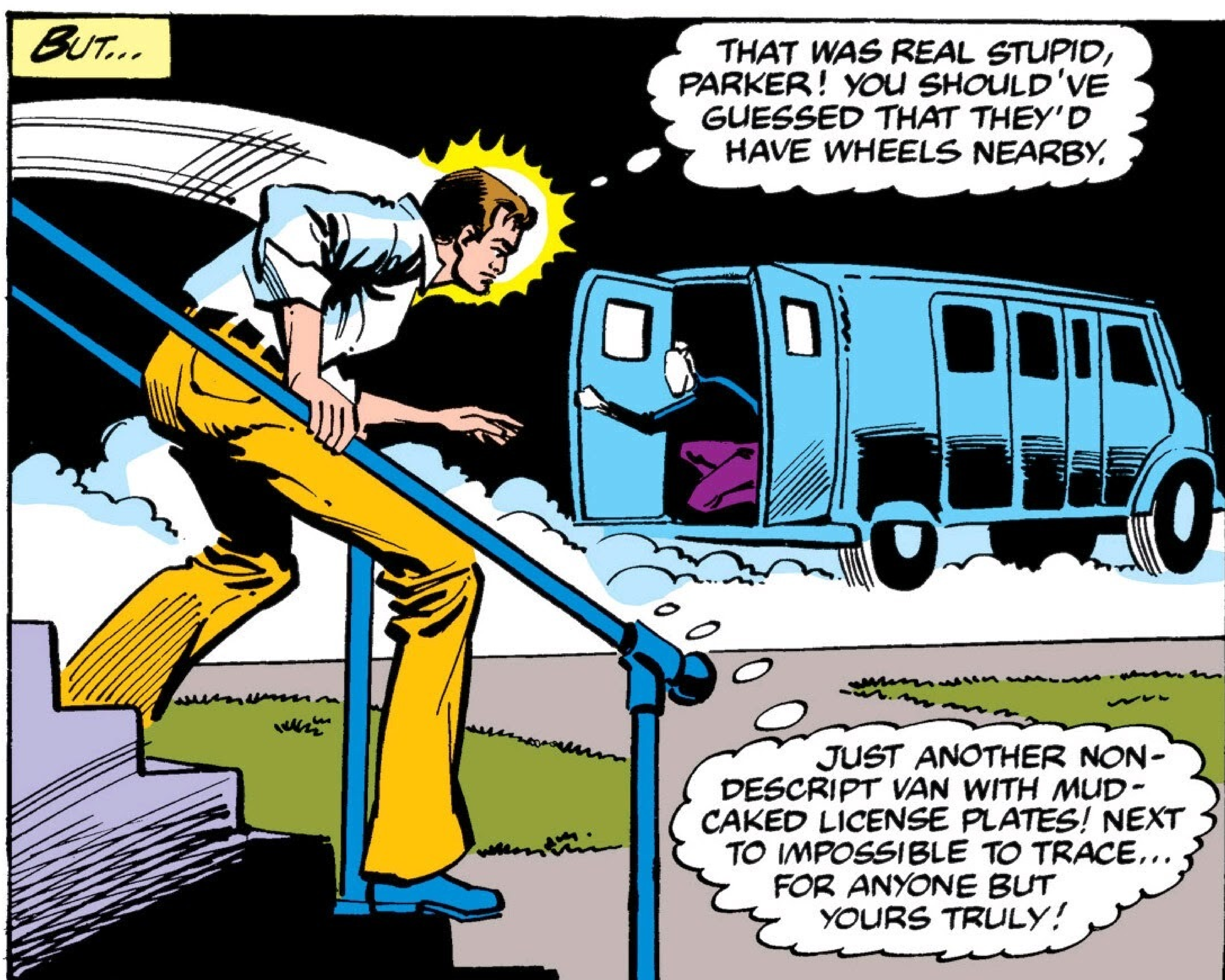

--IN THE LAB BEYOND, THE OVER-HEATED RETORT GIVES WAY TO THE FROTHING CHEMICALS WITHIN!
KA-THOOM


BRINNGGGGG
WHAT THE DEVIL--?! THE GEAR ON THAT TABLE JUST WENT UP LIKE A VOLCANO! WHAT WERE THEY EXPERIMENTING WITH?
WHO CARES? IT TOUCHED OFF AN ALARM--LET'S GET OUTTA HERE!


COME ON, STEVE--
SLAM
--WE HAVE TO BRACE THIS DOOR, BEFORE THEY THINK OF GRABBING HOSTAGES!


BUT AT THAT MOMENT, HOSTAGES ARE THE LAST THINGS ON THE CROOKS' MINDS...
RUN FOR IT... BUT DON'T DROP THOSE CONTAINERS! IF WE BLOW IT NOW, THE BOSS'LL HAVE OUR HEADS!

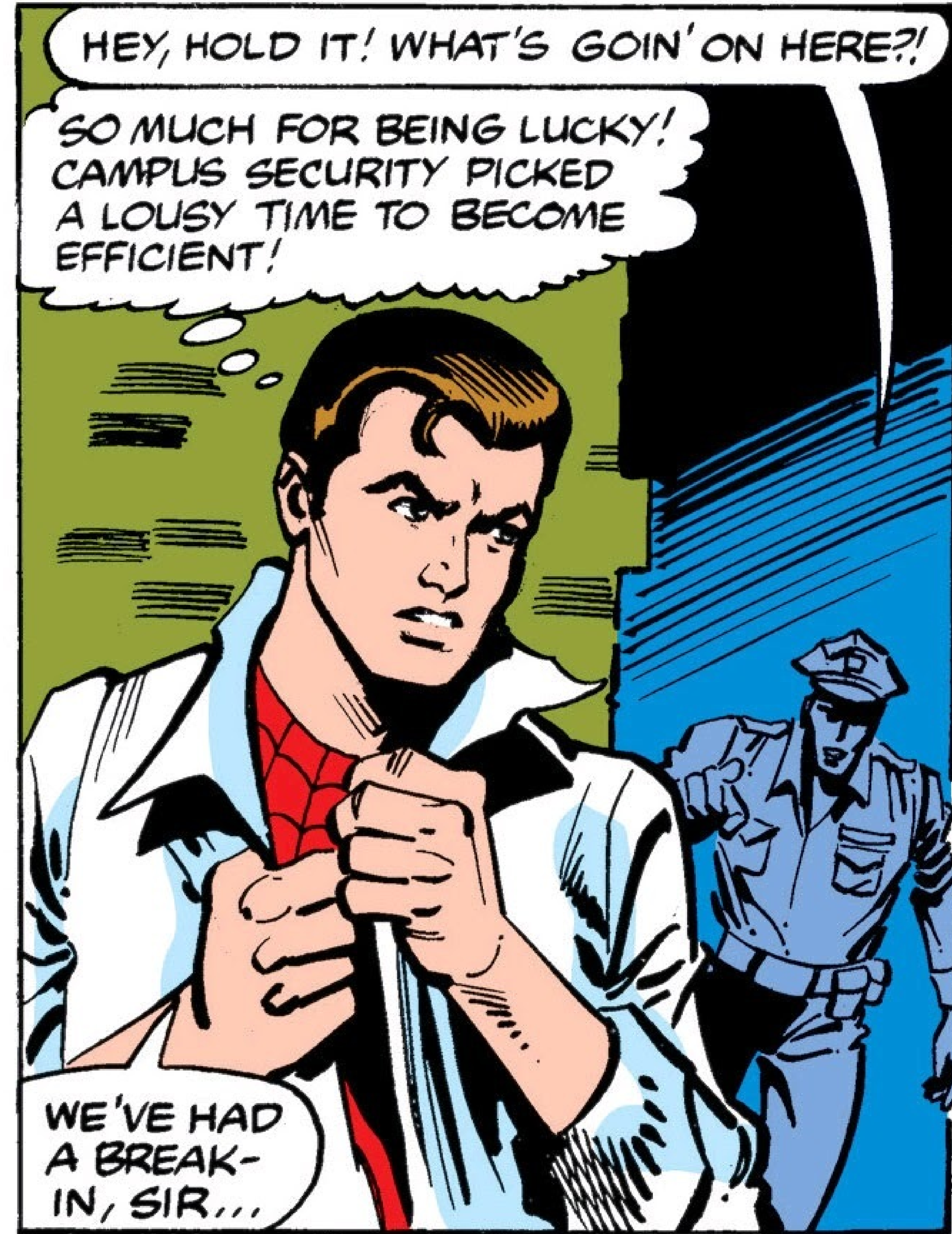

AND, SECONDS LATER...
THE SPRINKLERS HAVE PUT OUT MOST OF THE FIRE-- I THINK I CAN HANDLE IT, PETE! YOU GO FIND CAMPUS SECURITY!
CHECK!
JUST AS SOON AS I TRACK DOWN OUR CHEM-LAB CUT-UPS... THEY COULDN'T HAVE GOTTEN VERY FAR!

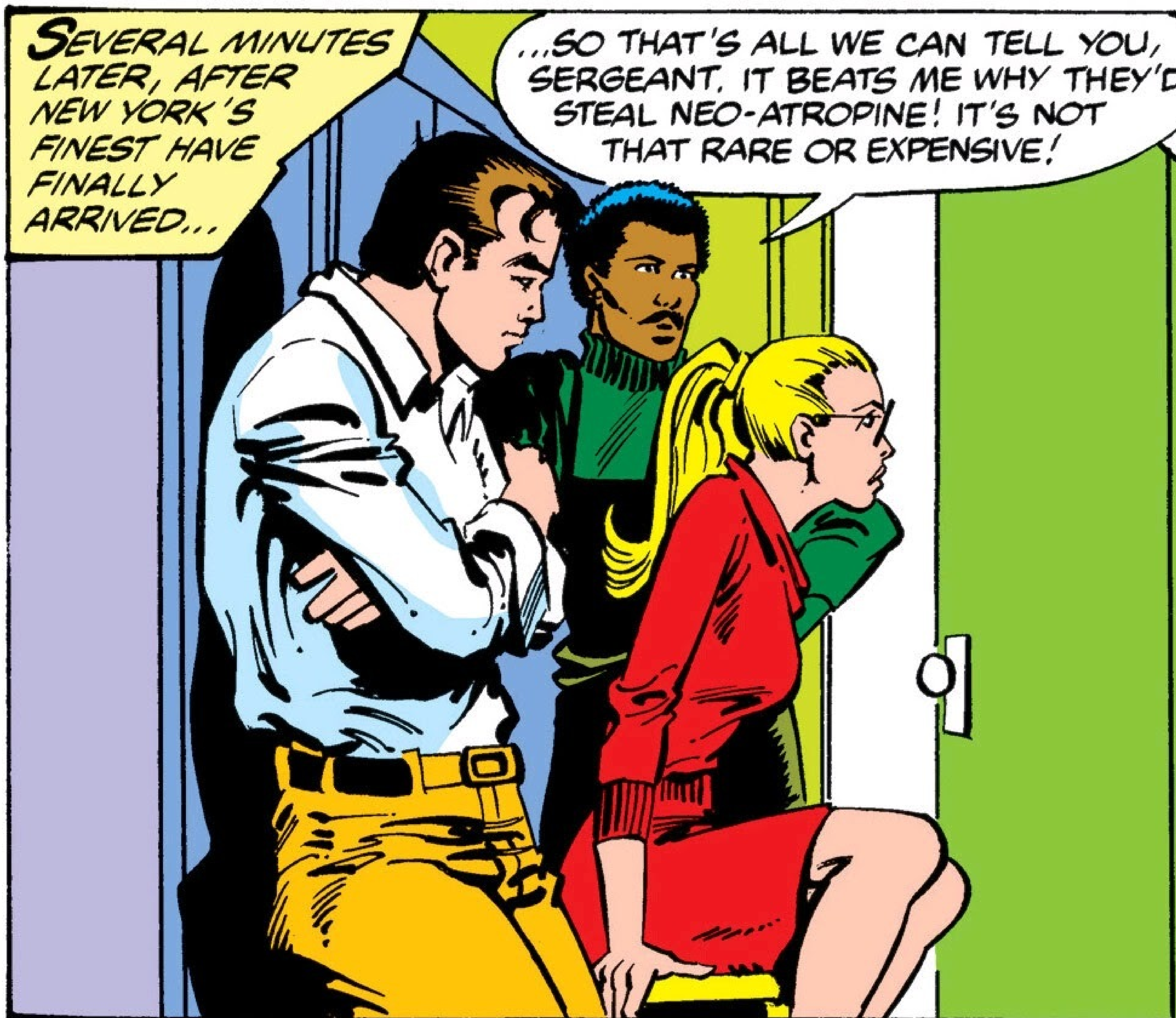

BUT...
THAT WAS REAL STUPID, PARKER! YOU SHOULD'VE GUESSED THAT THEY'D HAVE WHEELS NEARBY.
JUST ANOTHER NON-DESCRIPT VAN WITH MUD-CAKED LICENSE PLATES! NEXT TO IMPOSSIBLE TO TRACE... FOR ANYONE BUT YOURS TRULY!


REACHING UNDER HIS BELT, THE YOUTHFUL TEACHING ASSISTANT PLUCKS OUT A TINY SPIDER-SHAPED OBJECT--
--AND LETS FLY...

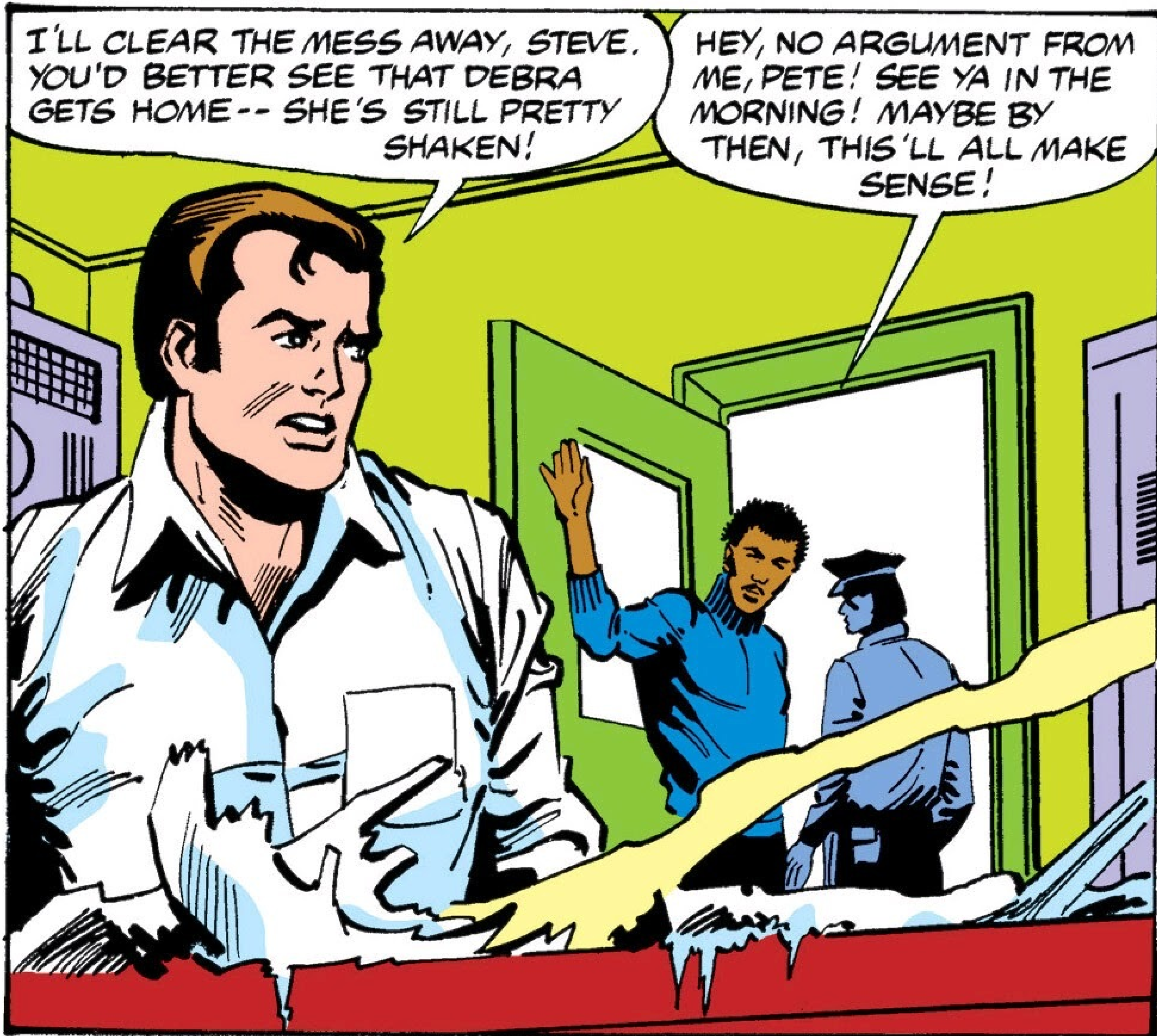

...THE SELF-ADHERING TRACER LODGES UNNOTICED ON ONE OF THE FLEEING HOODS!


LITTLE SPIDER-TRACER, I LOVE YOU! NOW WHEREVER THAT MASKED MEATBALL GOES, I'LL BE ABLE TO HOME RIGHT IN ON HIM!
IF I'M LUCKY, BRIGHT BOY WON'T EVEN NOTICE THAT LITTLE ADDITION TO HIS SNEAKERS UNTIL SPIDER-MAN IS ON TOP OF HIM!

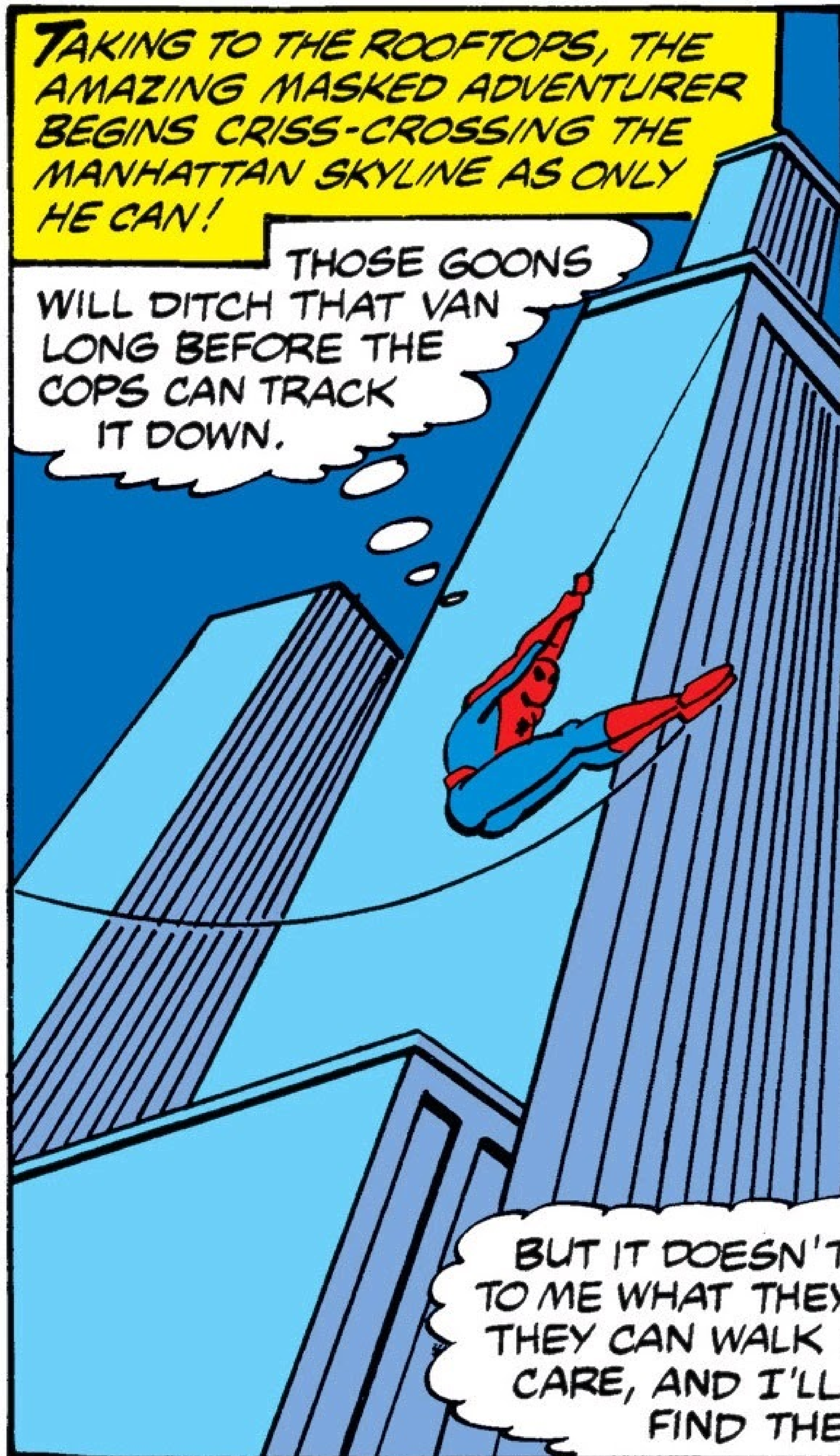

HEY, HOLD IT! WHAT'S GOIN' ON HERE?!
SO MUCH FOR BEING LUCKY! CAMPUS SECURITY PICKED A LOUSY TIME TO BECOME EFFICIENT!
WE'VE HAD A BREAK-IN, SIR...


SEVERAL MINUTES LATER, AFTER NEW YORK'S FINEST HAVE FINALLY ARRIVED...
...SO THAT'S ALL WE CAN TELL YOU, SERGEANT. IT BEATS ME WHY THEY'D STEAL NEO-ATROPINE! IT'S NOT THAT RARE OR EXPENSIVE!

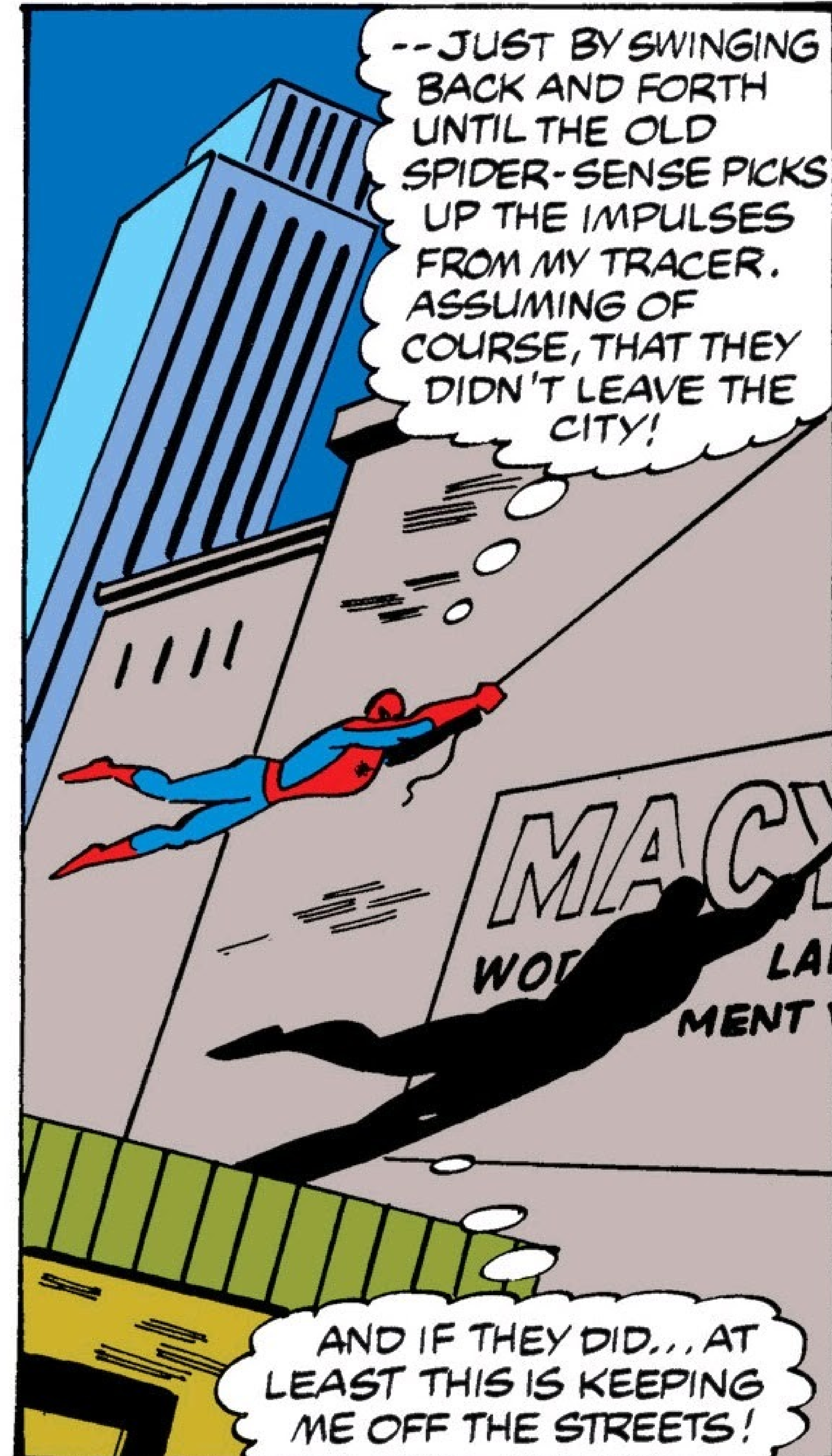

WELL, SOMEBODY WANTED IT AWFULLY BAD, TO GO TO THIS MUCH TROUBLE!
NOTHING MORE TO GO ON AROUND HERE! I GUESS YOU KIDS CAN CLEAN UP AND GO HOME NOW. WE'LL LET YOU KNOW IF WE FIND ANYTHING!

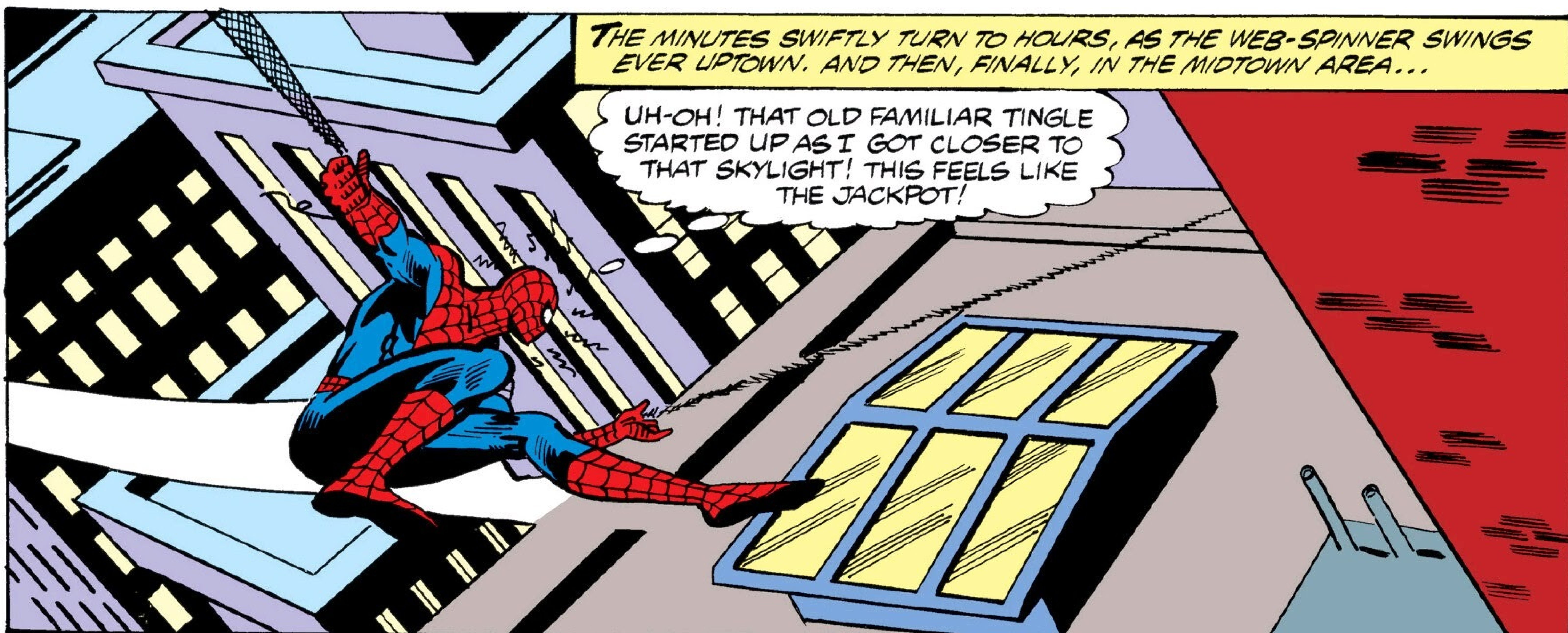

I'LL CLEAR THE MESS AWAY, STEVE. YOU'D BETTER SEE THAT DEBRA GETS HOME-- SHE'S STILL PRETTY SHAKEN!
HEY, NO ARGUMENT FROM ME, PETE! SEE YA IN THE MORNING! MAYBE BY THEN, THIS'LL ALL MAKE SENSE!

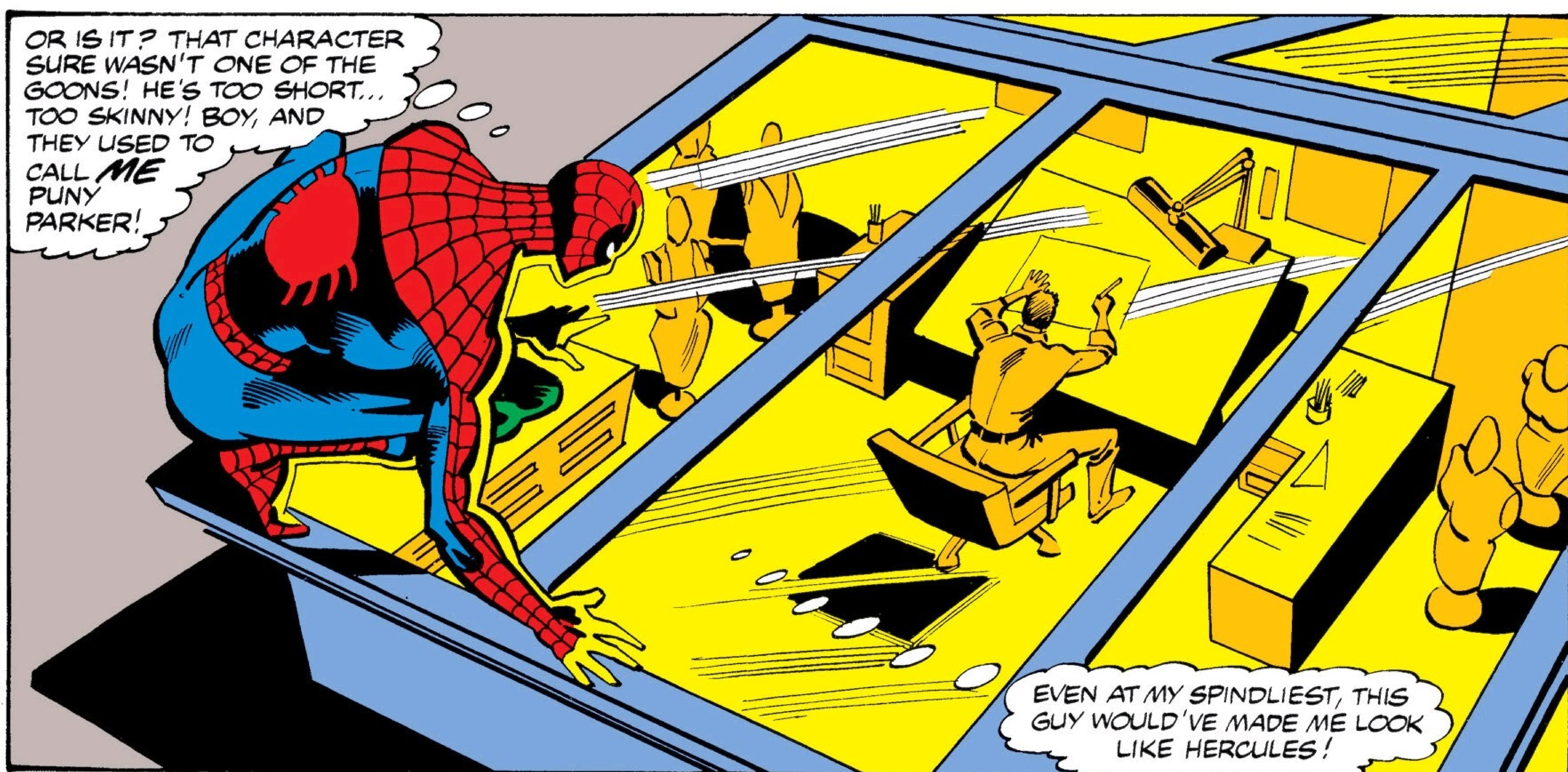

BUT, NO SOONER HAVE STEVE'S FOOTSTEPS DIED OUT DOWN THE HALL THAN...
THE CLEANING WILL WAIT... I WANT TO MAKE SOME SENSE OUT OF THIS • NOW!

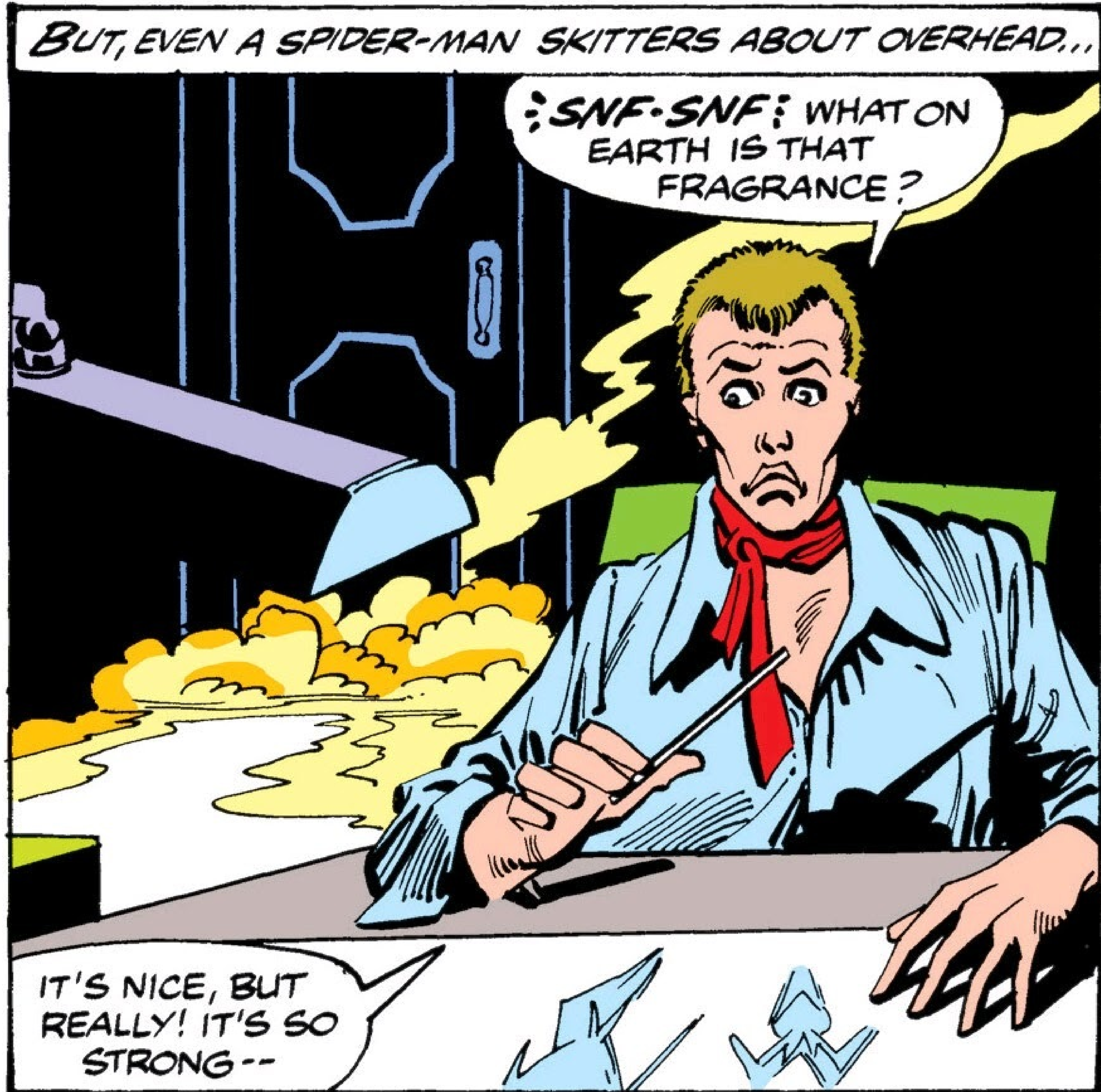
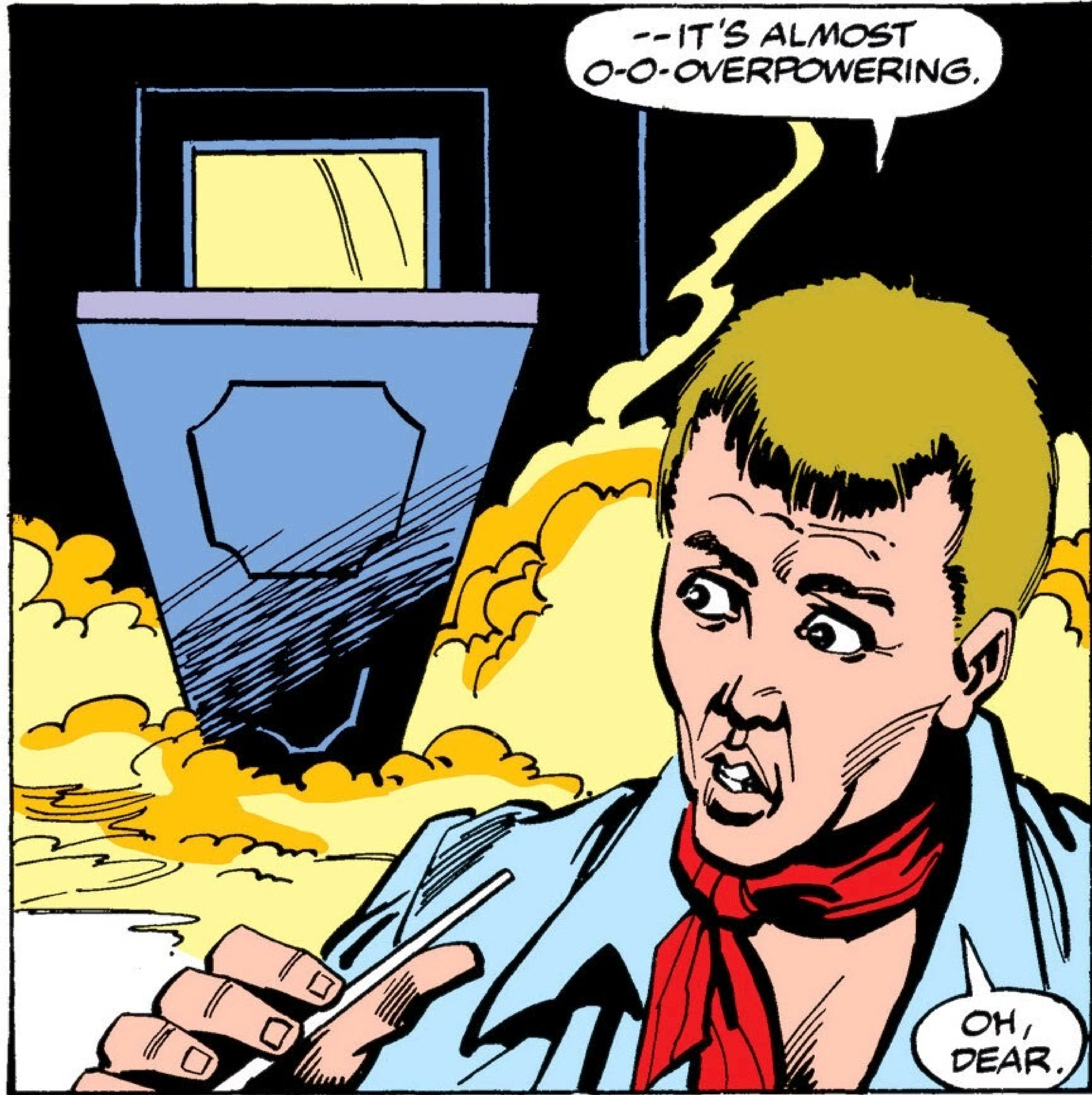

TAKING TO THE ROOFTOPS, THE AMAZING MASKED ADVENTURER BEGINS CRISS-CROSSING THE MANHATTAN SKYLINE AS ONLY HE CAN!
THOSE GOONS WILL DITCH THAT VAN LONG BEFORE THE COPS CAN TRACK IT DOWN.


BUT IT DOESN'T MATTER TO ME WHAT THEY'RE DRIVING! THEY CAN WALK FOR ALL I CARE, AND I'LL STILL FIND THEM --


-- JUST BY SWINGING BACK AND FORTH UNTIL THE OLD SPIDER-SENSE PICKS UP THE IMPULSES FROM MY TRACER. ASSUMING OF COURSE, THAT THEY DIDN'T LEAVE THE CITY!
AND IF THEY DID... AT LEAST THIS IS KEEPING ME OFF THE STREETS!

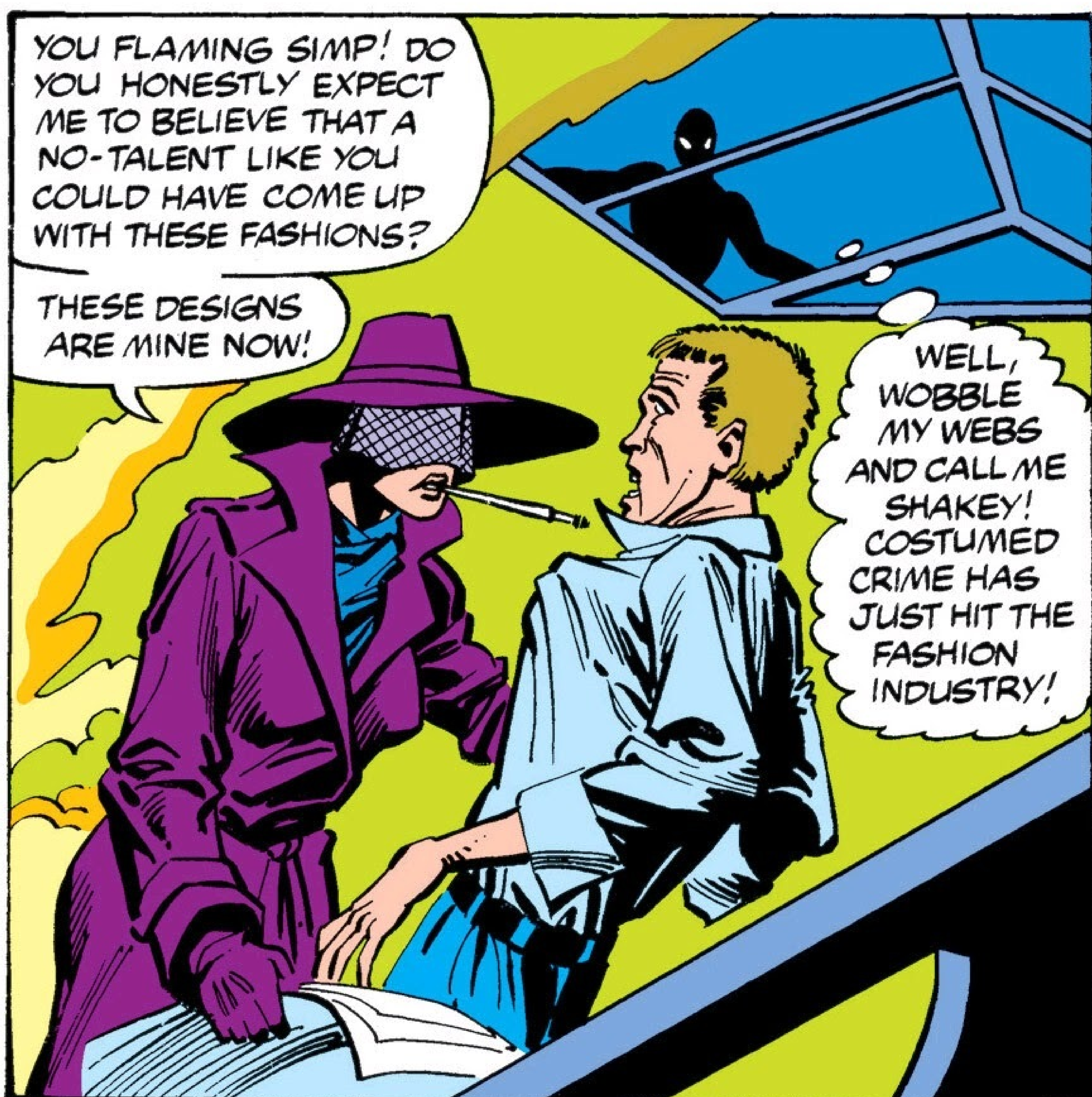

THE MINUTES SWIFTLY TURN TO HOURS, AS THE WEB-SPINNER SWINGS EVER UPTOWN. AND THEN, FINALLY, IN THE MIDTOWN AREA...
UH-OH! THAT OLD FAMILIAR TINGLE STARTED UP AS I GOT CLOSER TO THAT SKYLIGHT! THIS FEELS LIKE THE JACKPOT!

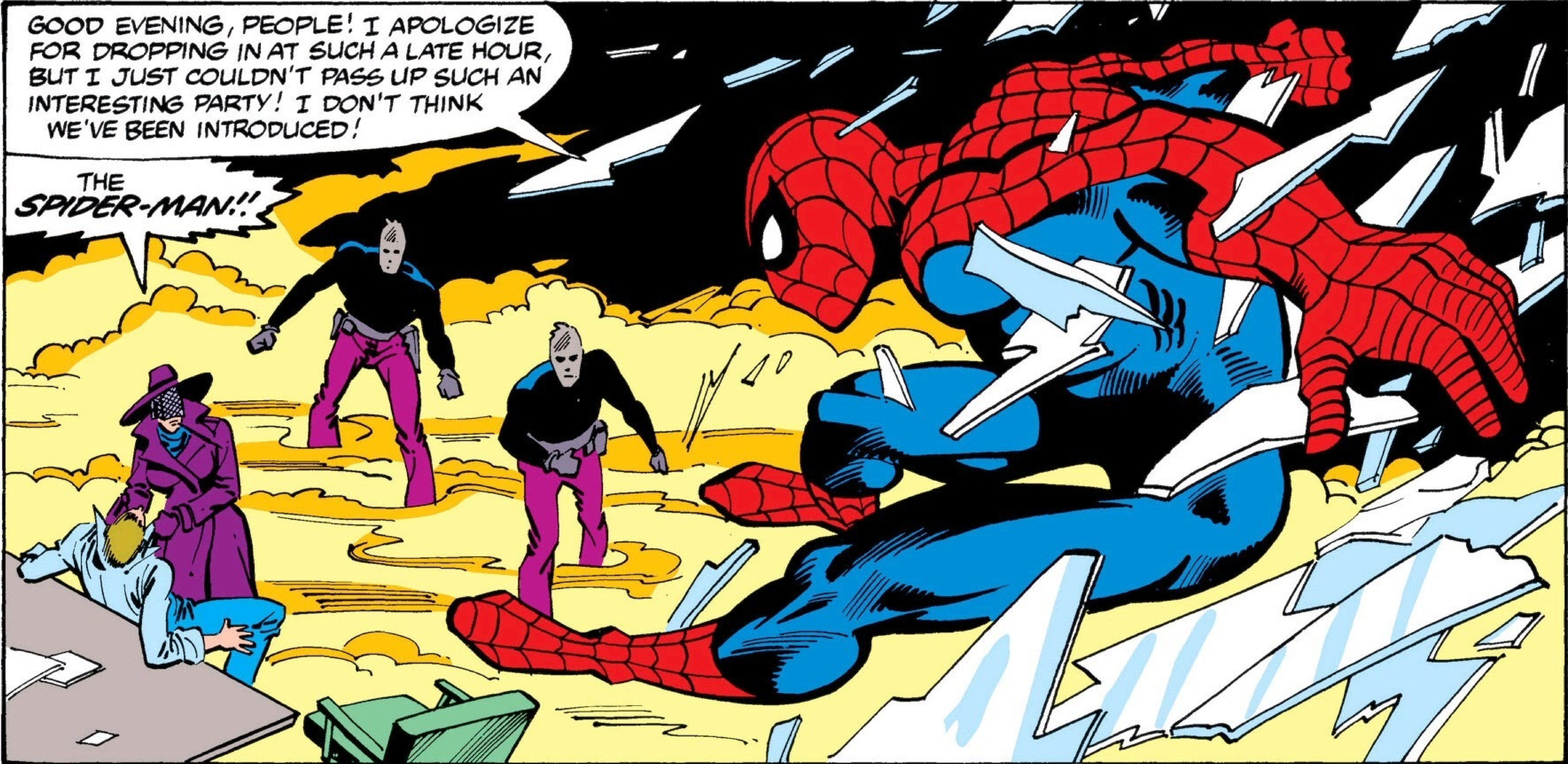

OR IS IT? THAT CHARACTER SURE WASN'T ONE OF THE GOONS! HE'S TOO SHORT... TOO SKINNY! BOY, AND THEY USED TO CALL ME PUNY PARKER!
EVEN AT MY SPINDLIEST, THIS GUY WOULD'VE MADE ME LOOK LIKE HERCULES!

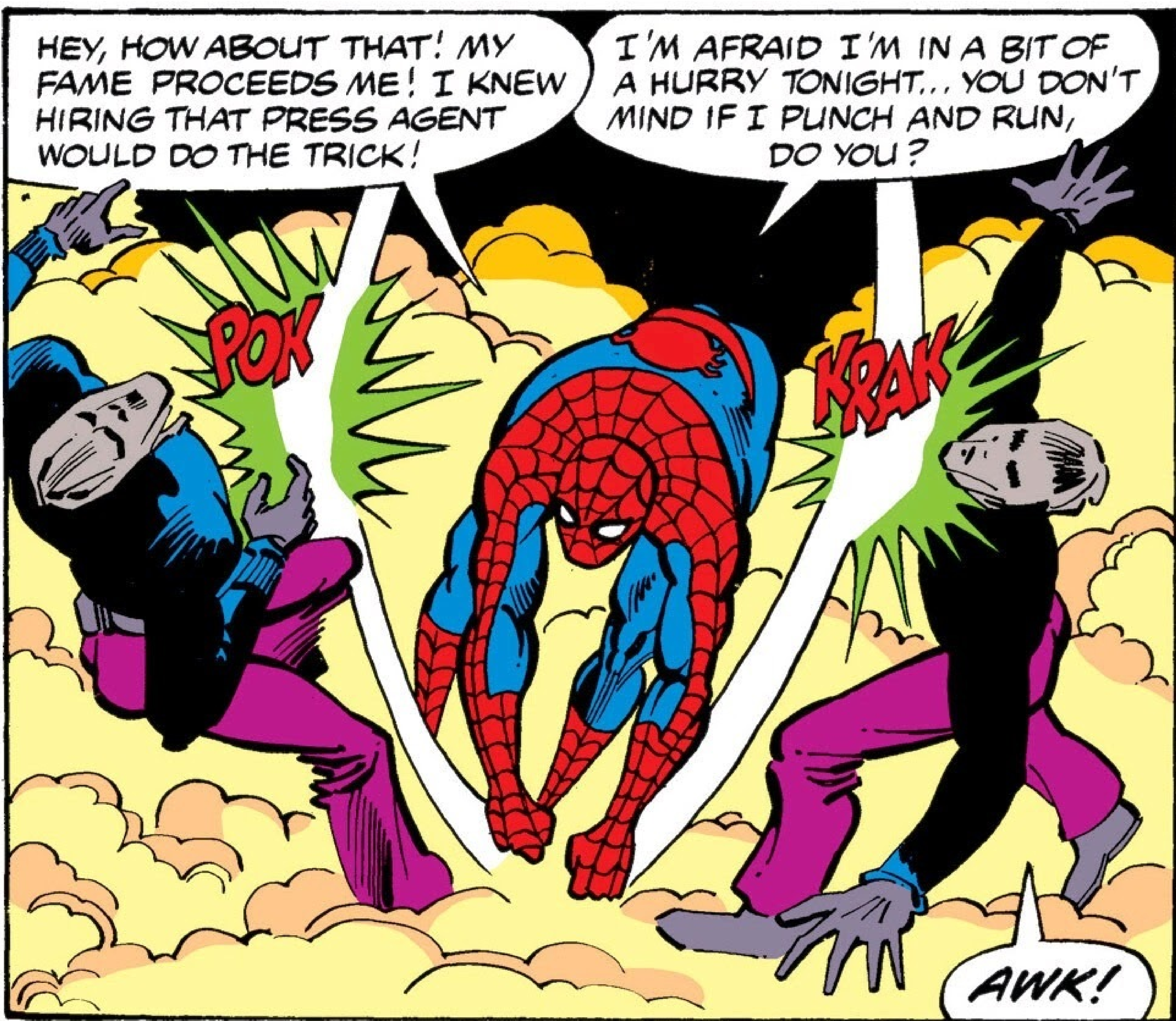

BUT, EVEN A SPIDER-MAN SKITTERS ABOUT OVERHEAD...
:SNF-SNF: WHAT ON EARTH IS THAT FRAGRANCE?
IT'S NICE, BUT REALLY! IT'S SO STRONG--

--IT'S ALMOST O-O-OVERPOWERING.
OH, DEAR.

EVENING, MR. KINGSLEY. MY BOSS WANTS A FEW WORDS WITH YOU!
MAY I PRESENT--

--MADAM BELLADONNA!
RODERICK KINGSLEY, THIS IS THE HOUR OF YOUR DESCENT FROM THE HEIGHTS OF THE FASHION WORLD!

YOU'VE BASKED IN THE LIMELIGHT FOR TOO LONG! WHEN I GET THROUGH, ALL WILL KNOW HOW YOU'VE STOLEN YOUR IDEAS!
I-I-I DON'T KNOW WHAT YOU'RE TALKING ABOUT!

YOU FLAMING SIMP! DO YOU HONESTLY EXPECT ME TO BELIEVE THAT A NO-TALENT LIKE YOU COULD HAVE COME UP WITH THESE FASHIONS?
THESE DESIGNS ARE MINE NOW!
WELL, WOBBLE MY WEBS AND CALL ME SHAKEY! COSTUMED CRIME HAS JUST HIT THE FASHION INDUSTRY!


GOOD EVENING, PEOPLE! I APOLOGIZE FOR DROPPING IN AT SUCH A LATE HOUR, BUT I JUST COULDN'T PASS UP SUCH AN INTERESTING PARTY! I DON'T THINK WE'VE BEEN INTRODUCED!
THE SPIDER-MAN!!

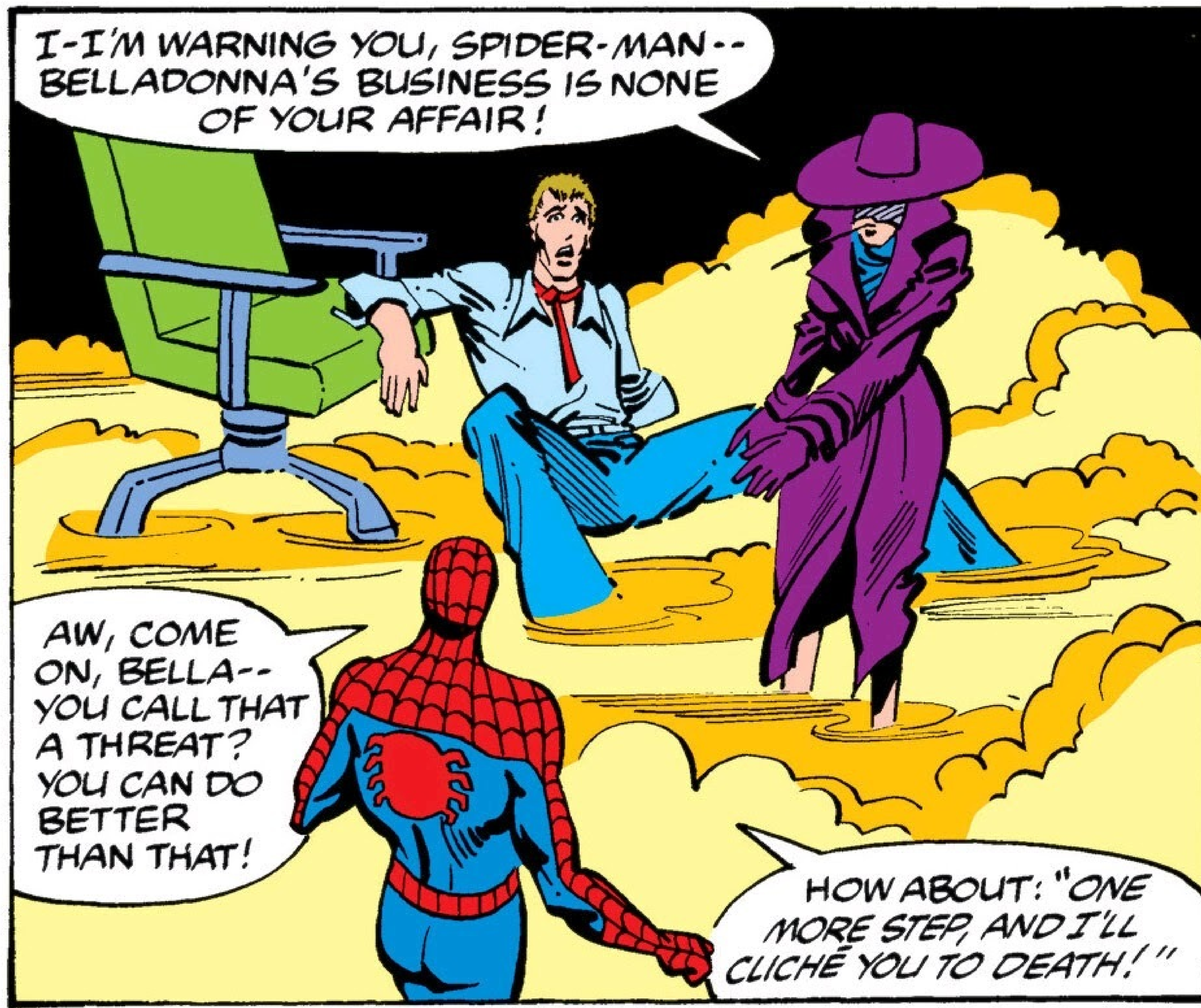

HEY, HOW ABOUT THAT! MY FAME PROCEEDS ME! I KNEW HIRING THAT PRESS AGENT WOULD DO THE TRICK!
I'M AFRAID I'M IN A BIT OF A HURRY TONIGHT... YOU DON'T MIND IF I PUNCH AND RUN, DO YOU?
POK
KRAK
AWK!

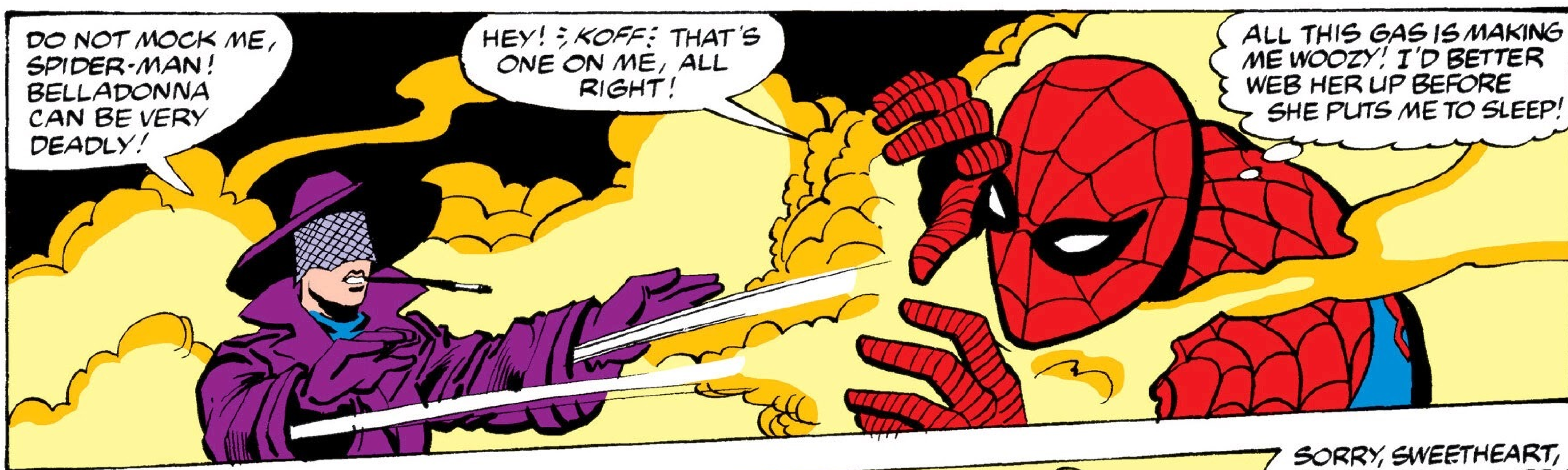

I DIDN'T THINK SO! AND NOW, FOR MY FINAL NUMBER--!
THAK
THANK YOU--THANK YOU, BUT NO APPLAUSE! IT'LL GO TO MY HEAD, AND THERE'S NOTHING WORSE THAN A SWELLED HEAD UNDER A TIGHT MASK!

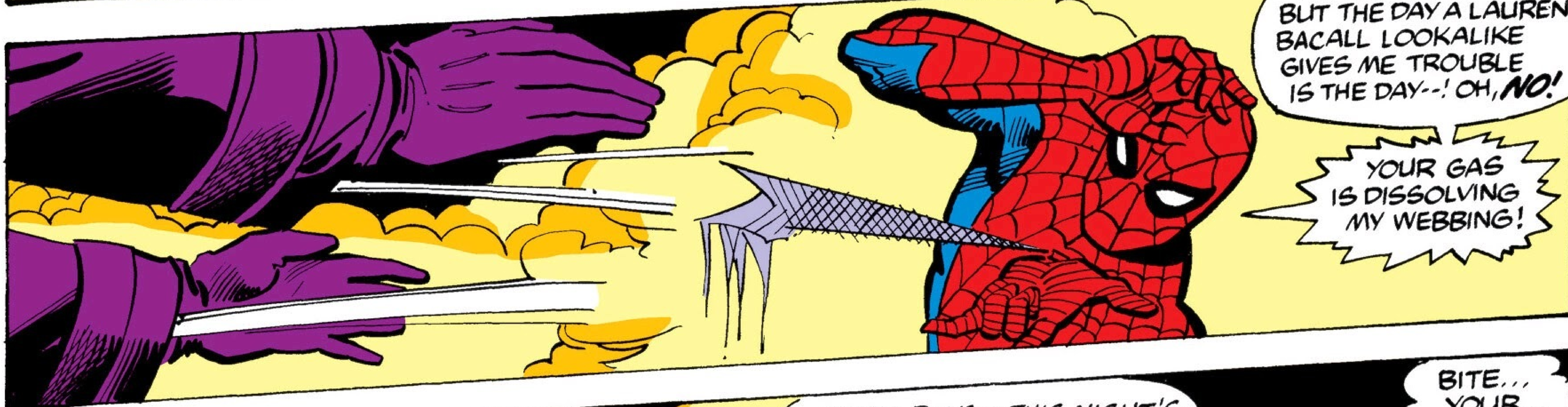

SPEAKING OF SWELLED HEADS, IT LOOKS LIKE MINE'S ALREADY TOO BIG! THE FIRST TWO JERKS I PUNCHED ARE BACK ON THEIR FEET!
THE LOVE TAPS I GAVE THEM SHOULD HAVE PUT THEM OUT FOR AT LEAST AN HOUR!


IT MUST BE THIS PERFUMY GAS... IT'S SLOWING ME DOWN. WELL, THAT'S EASY ENOUGH TO REMEDY-- I'LL JUST LEAN INTO THE PUNCH A LITTLE MORE!
THAT'S ONE--


--AND THAT'S TWO! THIS TIME, I HOPE YOU HAVE THE DECENCY TO STAY DOWN WHEN I HIT YOU!
NO! STAY AWAY FROM ME!
I'D PREFER TO TALK TO YOUR BOSS-LADY WITHOUT ANY INTERFERENCE.


I-I'M WARNING YOU, SPIDER-MAN-- BELLADONNA'S BUSINESS IS NONE OF YOUR AFFAIR!
AW, COME ON, BELLA-- YOU CALL THAT A THREAT? YOU CAN DO BETTER THAN THAT!
HOW ABOUT: "ONE MORE STEP, AND I'LL CLICHÉ YOU TO DEATH!"


DO NOT MOCK ME, SPIDER-MAN! BELLADONNA CAN BE VERY DEADLY!
HEY! ;KOFF; THAT'S ONE ON ME, ALL RIGHT!
ALL THIS GAS IS MAKING ME WOOZY! I'D BETTER WEB HER UP BEFORE SHE PUTS ME TO SLEEP!


SORRY, SWEETHEART, BUT THE DAY A LAUREN BACALL LOOKALIKE GIVES ME TROUBLE IS THE DAY--! OH, NO!
YOUR GAS IS DISSOLVING MY WEBBING!


AND THAT'S NOT ALL IT'S DOING! THE ROOM'S STARTING TO SPIN ON ME! I'LL HAVE TO RUSH HER OR--!
AHK!
THE THIRD GOON! I'M SO DIZZY, I DIDN'T EVEN GET A SPIDER-SENSE TINGLE FROM HIM!
COME, BOYS-- THIS NIGHT'S BEEN RUINED. I'LL HAVE TO RETHINK MY REVENGE!
YEAH, WE DON'T HAVE TO WORRY ABOUT SPIDER-MAN ANY MORE!
BITE... YOUR... TONGUE... JERK!

UNH! NOW I KNOW WHY THEY STOLE THE NEO-ATROPINE! IT'S DERIVED FROM THE BELLADONNA PLANT. SHE EVIDENTLY USES IT IN HER GAS. EITHER SHE DIDN'T HAVE A READY SOURCE FOR THE STUFF--
--OR SHE WAS JUST IMPATIENT! WHOOSH! FEELS LIKE THERE'RE BEES LIVING IN MY HEAD! I'D BETTER GET KINGSLEY OUT OF HERE--
--BEFORE WE BOTH PASS OUT!
NOW I KNOW I'M OUT OF IT! ALMOST DIDN'T MAKE THAT JUMP!
WITHIN MINUTES...
THAT'S BETTER! NEW YORK AIR NEVER SMELLED SO NICE!
YOU... YOU MASKED RUFFIAN! YOU'RE RESPONSIBLE FOR THIS!
WHAT?!
YOU HEARD ME! IF YOU HADN'T BUTTED IN, THAT HARPY WOULD'VE JUST STOLEN A FEW PETTY DESIGNS --WHICH I COULD HAVE TRACED-- AND BEEN ON HER WAY!
BUT NOW, MY STUDIO IS A SHAMBLES AND I WAS NEARLY KILLED! IT'S JUST LIKE THE DAILY BUGLE SAYS-- YOU'RE A MENACE TO SOCIETY!
BUGLE?! KINGSLEY, YOU JUST SAID THE SECRET WORD!
AND SO...
WHEN THAT LITTLE BLANKET DISSOLVES IN AN HOUR OR TWO, I'D SERIOUSLY CONSIDER SUBSCRIBING TO A MORE REPUTABLE PAPER... IF I WERE YOU!
AN HOUR OR TWO?! I'LL CATCH MY DEATH OF COLD!
YEAH, YEAH! THE WORLD SHOULD BE SO LUCKY!

THE NEXT MORNING FINDS A WORRIED PETER PARKER BACK IN MIDTOWN, HEADING FOR THE SITE OF HIS CURRENT EMPLOYER... THE DAILY GLOBE...
THIS BELLADONNA CHARACTER HAS REALLY GOT ME DOWN! JUST WHEN I THOUGHT I HAD ALL THE KINKS WORKED OUT OF MY WEBBING, SHE HAS TO COME ALONG AND PROVE ME WRONG!
DAILY GLOBE BUILD
TO MAKE MATTERS WORSE, MY SPIDER-TRACER FELL OFF HER GOON DURING OUR FIGHT. THERE'S NO WAY I CAN FIND HER.

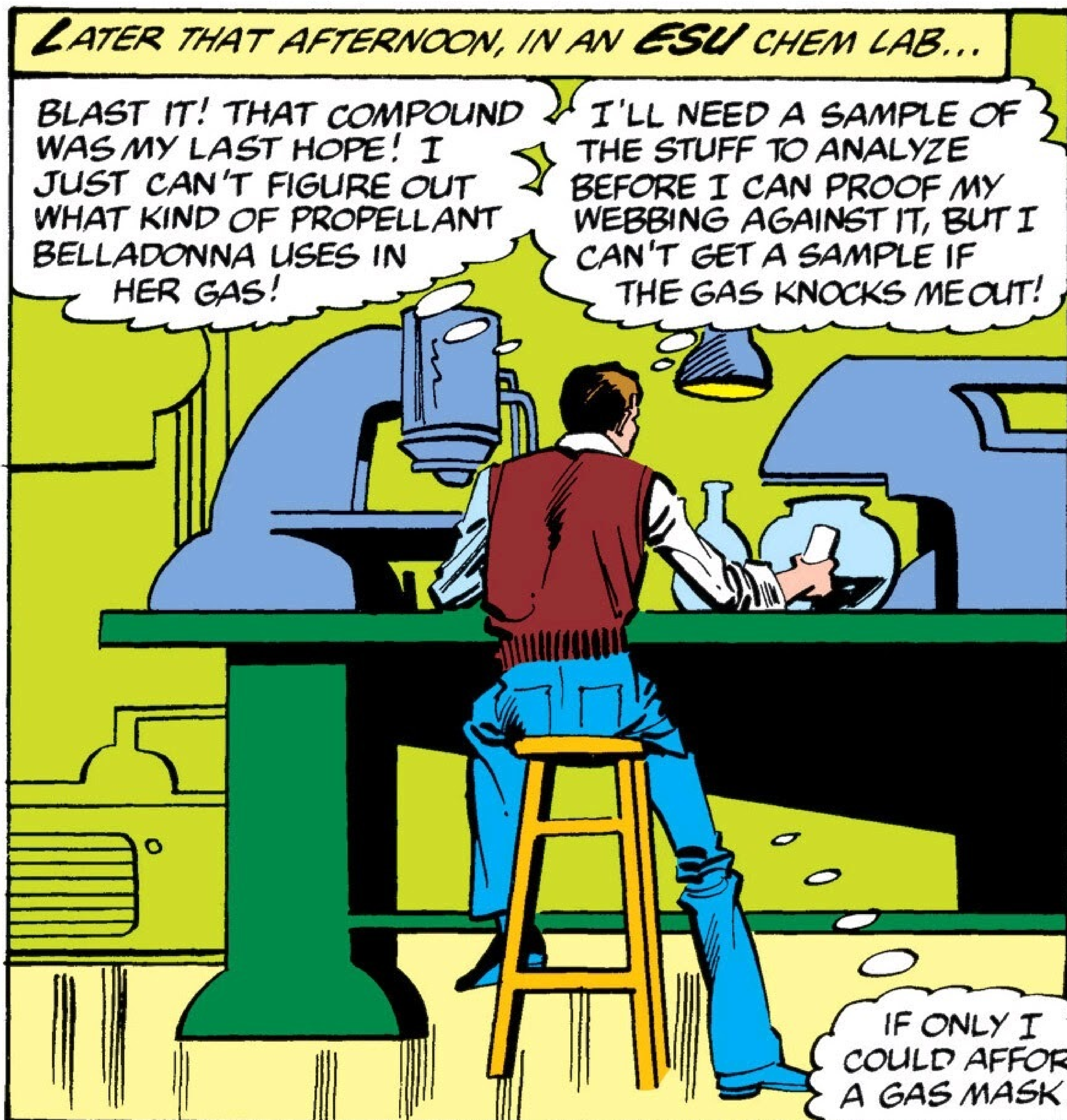
BUT I'VE GOT TO GET SOME KIND OF LEAD. KINGSLEY IS THE KEY TO THIS... IF ONLY... AH-HA!
WHY, IT'S SANDY JONES, MY FAVORITE EDITORIAL GIRL FRIDAY IN THE WHOLE WORLD!
WHO--? OH, PETER PARKER! AND WHAT DO YOU WANT? PHOTOGRAPHERS ARE NEVER NICE TO ME UNLESS THEY WANT SOMETHING!
AND I'LL TELL YOU RIGHT UP FRONT... I DON'T POSE FOR ANYBODY!

ONE FAST ELEVATOR RIDE LATER...
...ANYWAY, THIS FRIEND OF MINE IS TRYING TO GET A LINE ON RODERICK KINGSLEY.
YOUR HEAR A LOT AROUND HERE, SO I WAS WONDERING IF YOU'D KNOW... DOES KINGSLEY HAVE ANY ENEMIES?

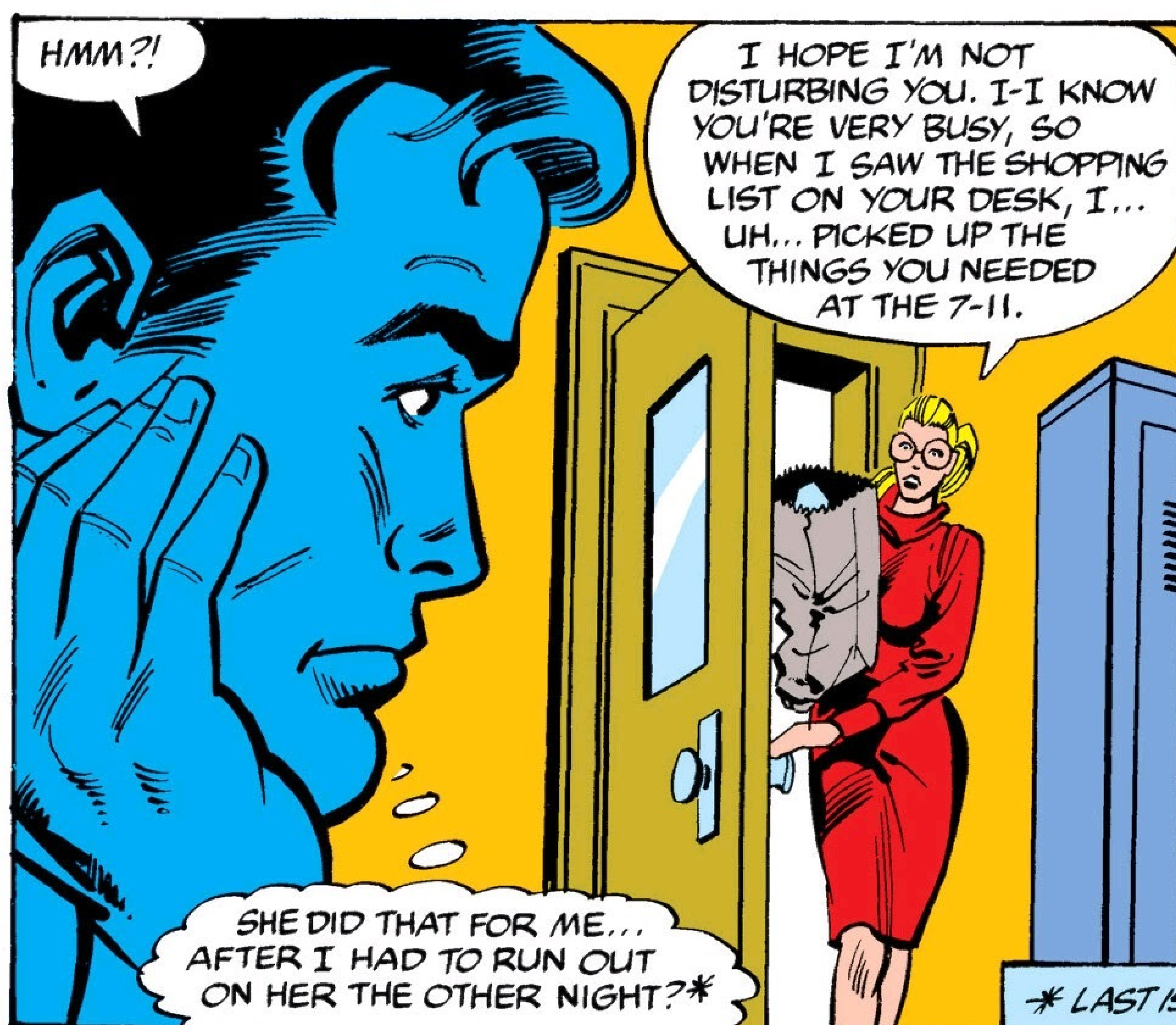
ROD KINGSLEY HAVE ENEMIES? ONLY HALF THE FASHION WORLD! RUMOR HAS IT THAT HE STEALS HIS DESIGNS.
AND JUST LAST YEAR HE DROVE A DOZEN SMALL EUROPEAN COSMETICS FIRMS OUT OF BUSINESS... JUST TO START HIS OWN LINE OF KINGSLEY FRAGRANCES!
SOUNDS LIKE A SWELL GUY!

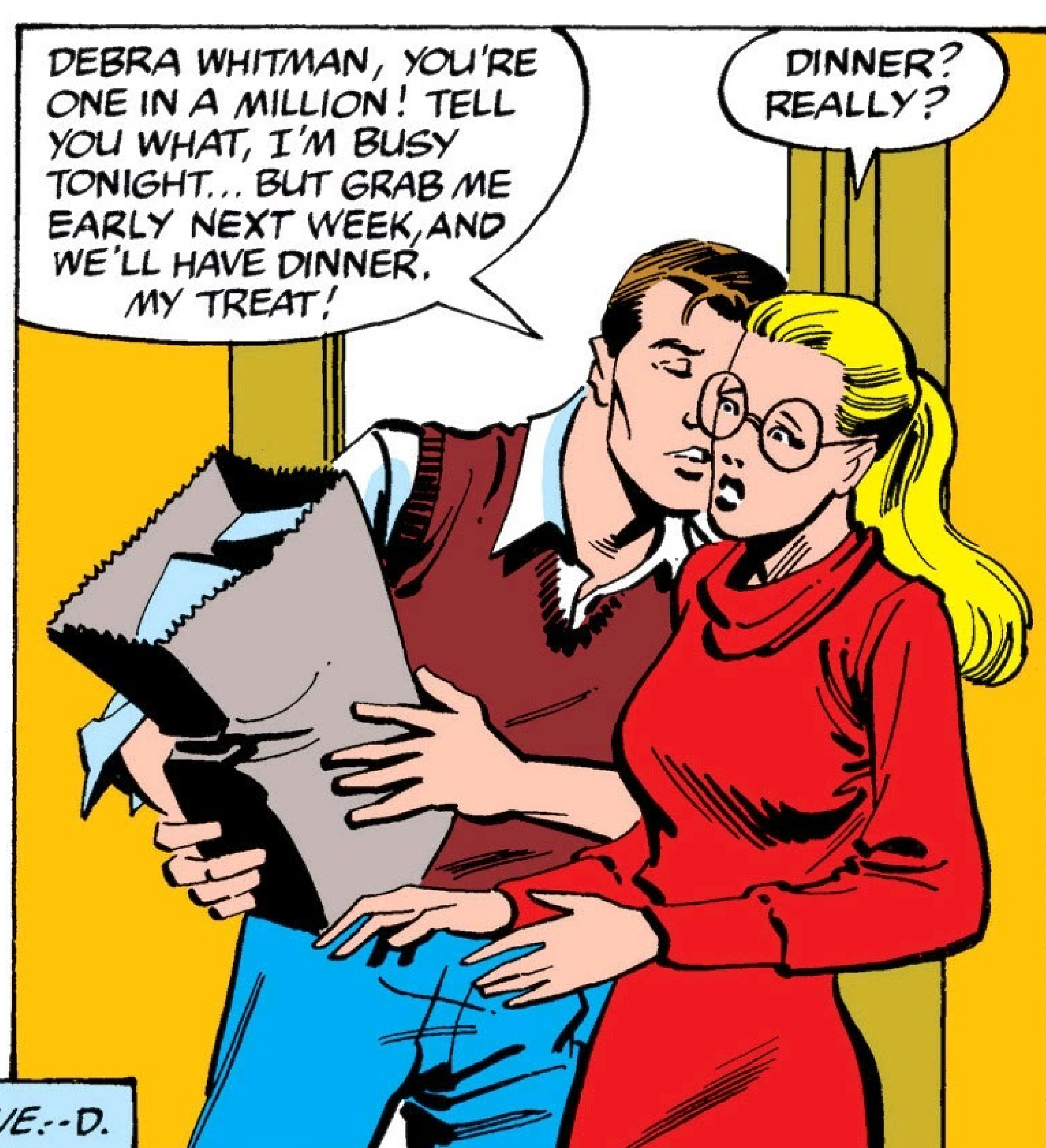
OH, HE'S DESPISED. AS A MATTER OF FACT, HE'S HAVING A BIG SHOW TONIGHT, AND NONE OF THE FASHION PHOTOGS WANT TO TOUCH IT! MOST OF THEM HAVE HAD BAD DEALINGS WITH HIM.
IS THIS THE ASSIGNMENT SHEET? HEY, YOUR TROUBLES ARE OVER--I'LL BE GLAD TO COVER IT.

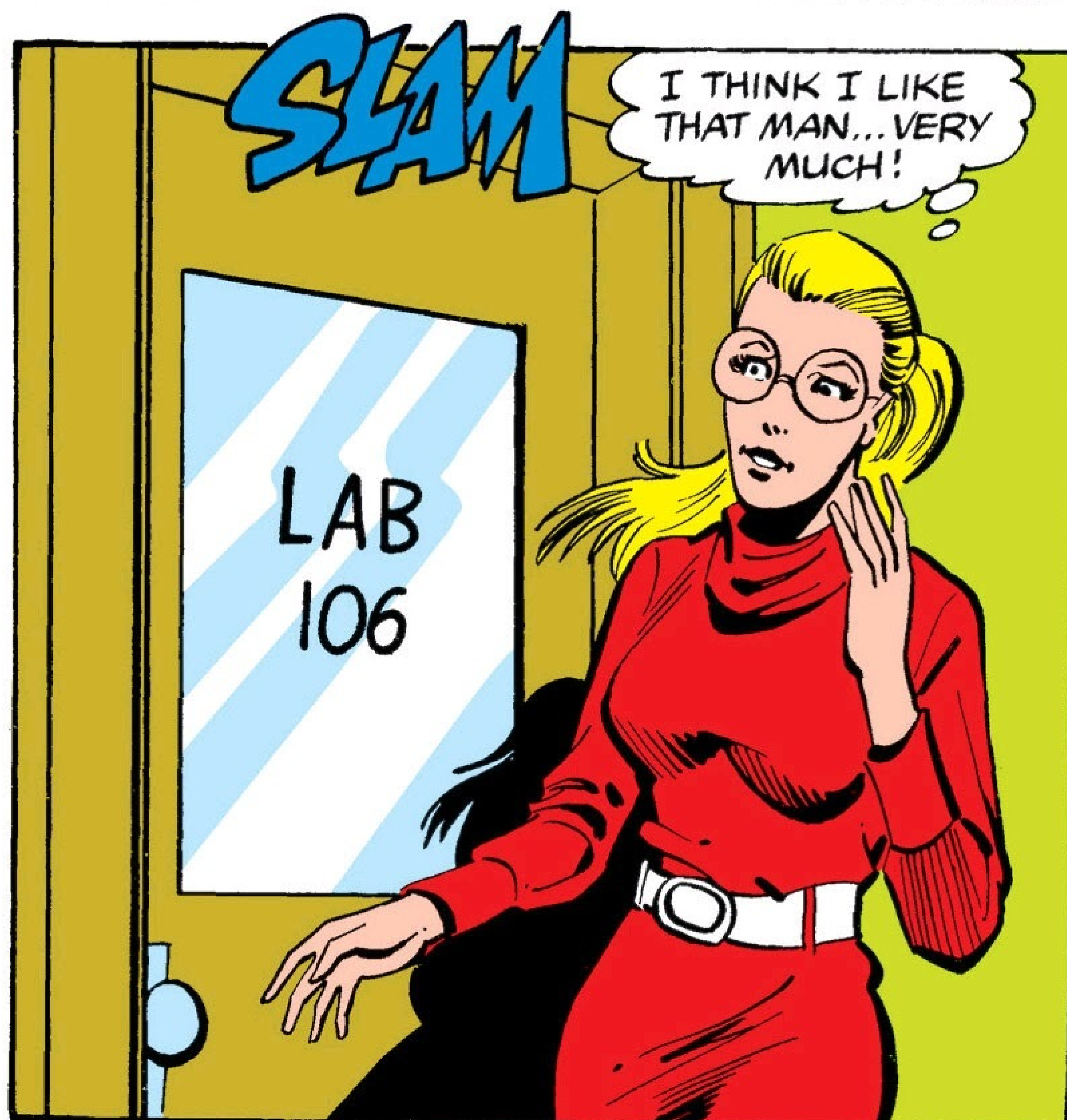
YOU... COVER A FASHION SHOW?! BUT, PETER, MR. BUSHKIN WON'T WANT YOU TO WASTE YOUR TIME ON THAT!
WHAT HE DOESN'T KNOW WON'T HURT HIM. BESIDES, THIS JUST MIGHT TURN OUT TO BE EXCITING!


LATER THAT AFTERNOON, IN AN ESU CHEM LAB...
BLAST IT! THAT COMPOUND WAS MY LAST HOPE! I JUST CAN'T FIGURE OUT WHAT KIND OF PROPELLANT BELLADONNA USES IN HER GAS!
I'LL NEED A SAMPLE OF THE STUFF TO ANALYZE BEFORE I CAN PROOF MY WEBBING AGAINST IT, BUT I CAN'T GET A SAMPLE IF THE GAS KNOCKS ME OUT!
IF ONLY I COULD AFFORD A GAS MASK...

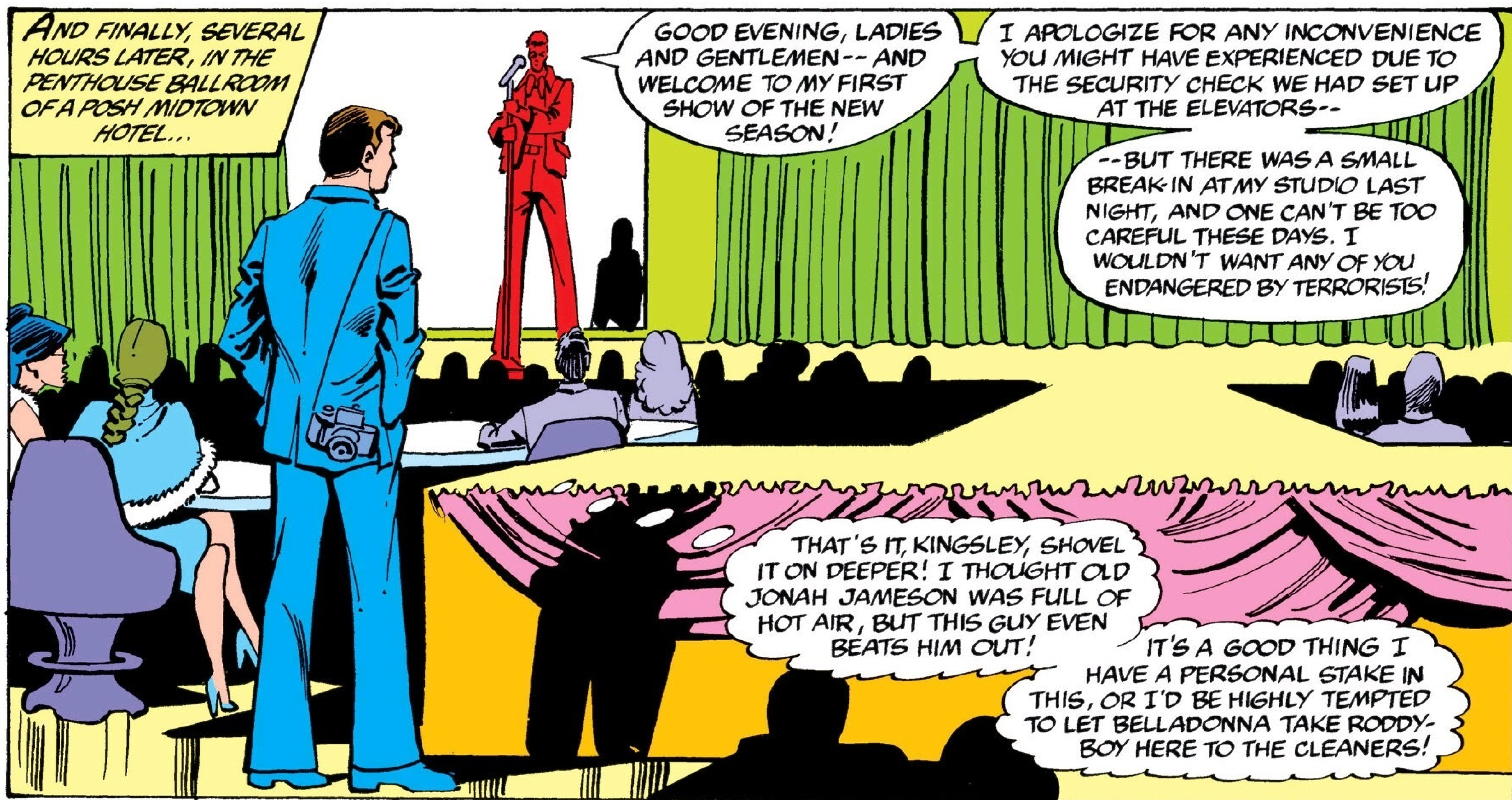

...BUT PAY-DAY'S TWO DAYS AWAY. UNFORTUNATELY, IT'S A SURE BET THAT BELLADONNA WILL STRIKE TONIGHT!
BOY, I BET TONY STARK NEVER HAS PROBLEMS LIKE THIS!
PETER?

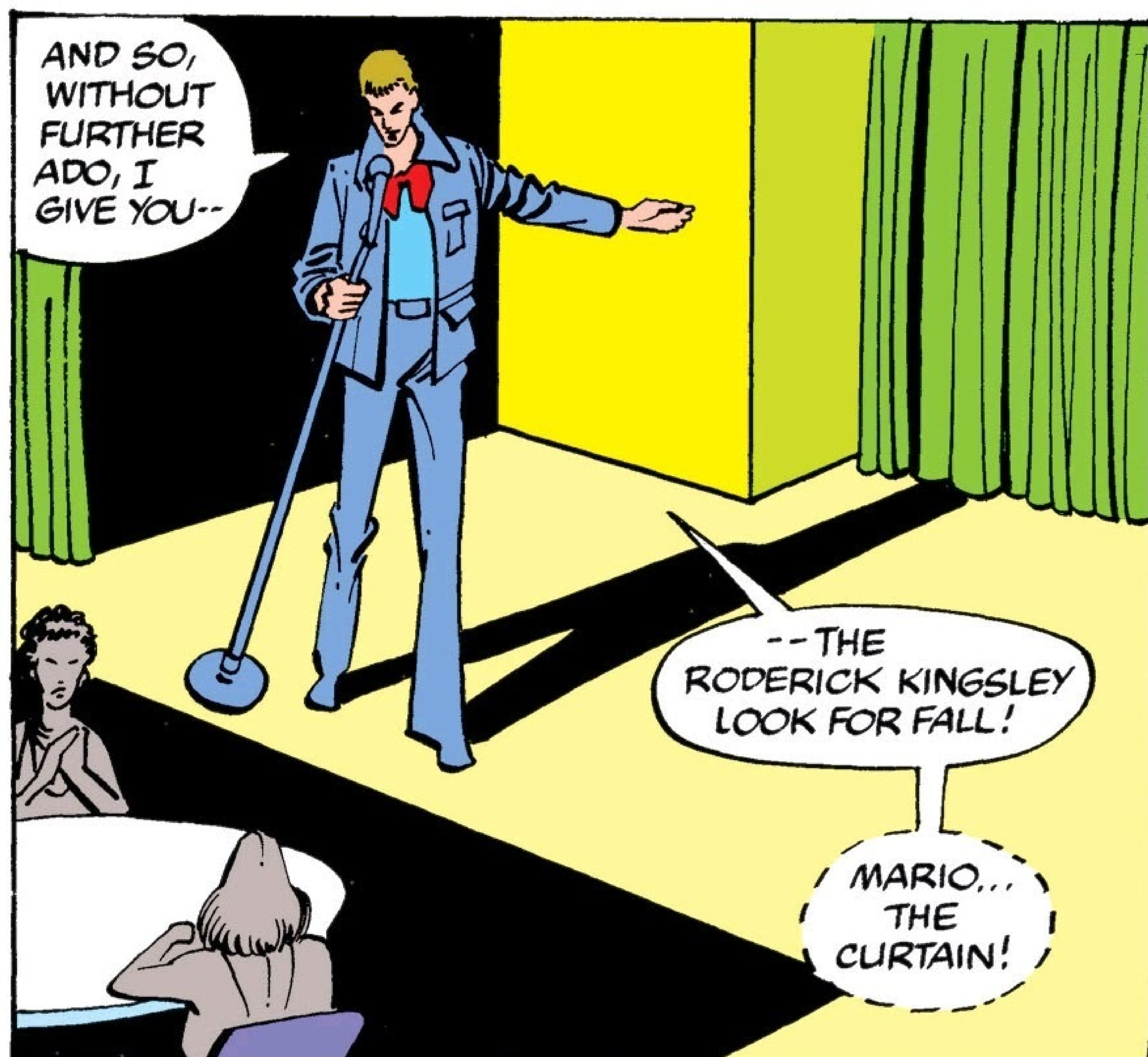

HMM?!
I HOPE I'M NOT DISTURBING YOU. I-I KNOW YOU'RE VERY BUSY, SO WHEN I SAW THE SHOPPING LIST ON YOUR DESK, I... UH... PICKED UP THE THINGS YOU NEEDED AT THE 7-11.
SHE DID THAT FOR ME... AFTER I HAD TO RUN OUT ON HER THE OTHER NIGHT?*
* LAST ISSUE.-D.


DEBRA WHITMAN, YOU'RE ONE IN A MILLION! TELL YOU WHAT, I'M BUSY TONIGHT... BUT GRAB ME EARLY NEXT WEEK, AND WE'LL HAVE DINNER. MY TREAT!
DINNER? REALLY?


SLAM
I THINK I LIKE THAT MAN... VERY MUCH!
LAB 106


WELL, HERE GOES NOTHING! YEUCCH! WOULDN'T YOU KNOW THAT THE REMEDY FOR BELLADONNA POISONING IS VINEGAR! I JUST HOPE IT'LL WORK AS A PRE-VENTATIVE TO THE LADY'S GAS.
I'D HATE TO THINK THAT I'M REACTIVATING MY ULCER FOR NOTHING!

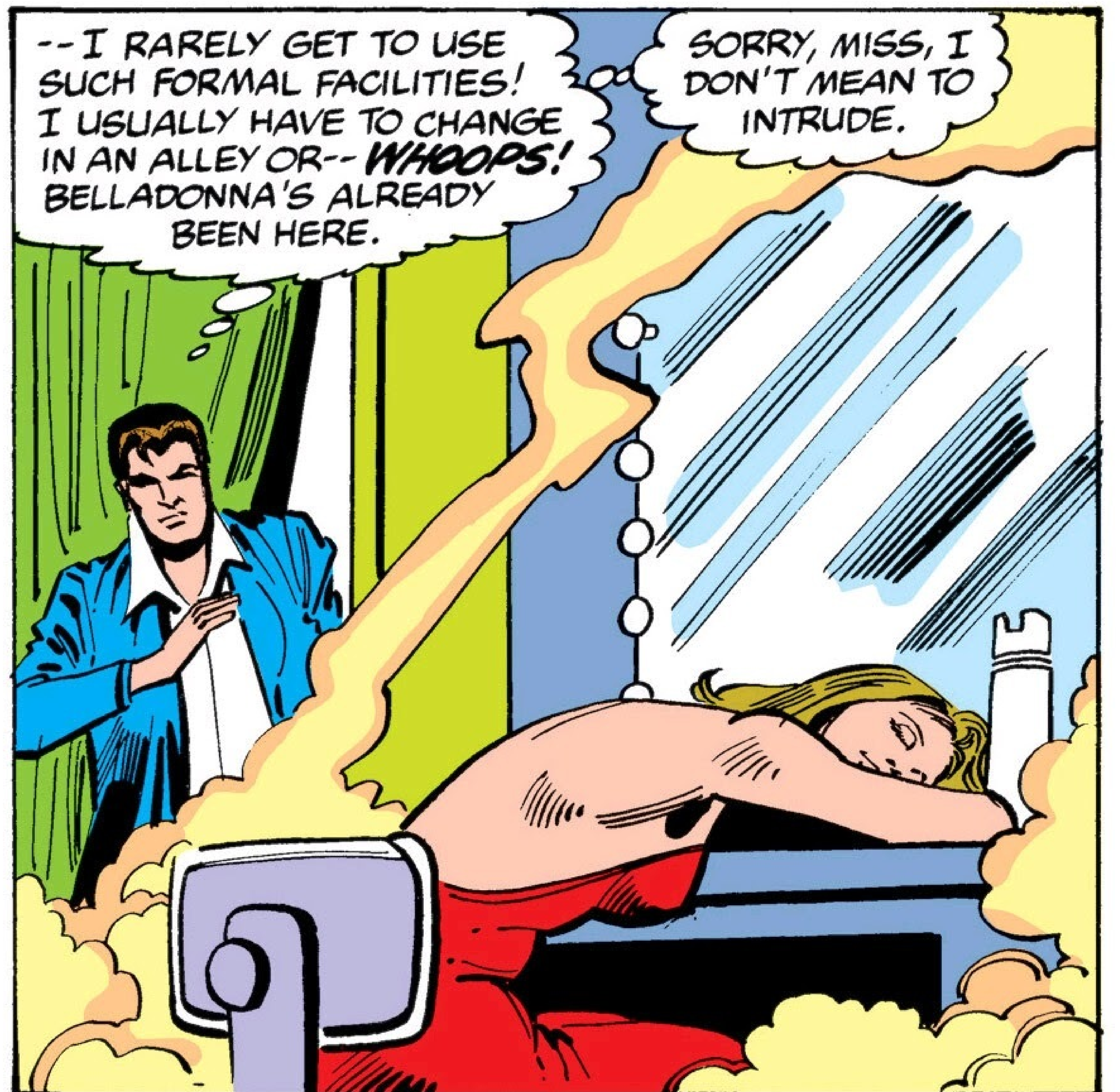

AND FINALLY, SEVERAL HOURS LATER, IN THE PENTHOUSE BALLROOM OF A POSH MIDTOWN HOTEL...
GOOD EVENING, LADIES AND GENTLEMEN-- AND WELCOME TO MY FIRST SHOW OF THE NEW SEASON!
I APOLOGIZE FOR ANY INCONVENIENCE YOU MIGHT HAVE EXPERIENCED DUE TO THE SECURITY CHECK WE HAD SET UP AT THE ELEVATORS--
--BUT THERE WAS A SMALL BREAK-IN AT MY STUDIO LAST NIGHT, AND ONE CAN'T BE TOO CAREFUL THESE DAYS. I WOULDN'T WANT ANY OF YOU ENDANGERED BY TERRORISTS!
THAT'S IT, KINGSLEY, SHOVEL IT ON DEEPER! I THOUGHT OLD JONAH JAMESON WAS FULL OF HOT AIR, BUT THIS GUY EVEN BEATS HIM OUT!
IT'S A GOOD THING I HAVE A PERSONAL STAKE IN THIS, OR I'D BE HIGHLY TEMPTED TO LET BELLADONNA TAKE RODDY-BOY HERE TO THE CLEANERS!


AND SO, WITHOUT FURTHER ADO, I GIVE YOU--
--THE RODERICK KINGSLEY LOOK FOR FALL!
MARIO... THE CURTAIN!


WHAT?! BURLAP BAGS?!? OH, GHOD--NO! THIS... THIS IS AN OUTRAGE!
HA HA HA HA


NO, KINGSLEY... IT'S POETIC JUSTICE! THE OUTRAGE IS THAT YOU'VE BEEN ABLE TO GET AWAY WITH STEALING THE DESIGNS-- THE WORKS-- OF YOUR BETTERS FOR MANY YEARS!
DID YOU REALLY THINK THOSE GUARDS YOU PLACED OUTSIDE COULD STOP MADAM BELLADONNA? FOOL!
LADIES AND GENTLEMEN, I AM DEEPLY SORRY, BUT WE MUST ASK YOU TO PART WITH YOUR JEWELS AND MONIES. CONSIDER IT PENANCE FOR PATRONIZING THIS FRAUD!
WOW! I EXPECTED BELLA TO SHOW, BUT I NEVER FIGURED HER TO BRANCH OUT INTO MASS ROBBERY!

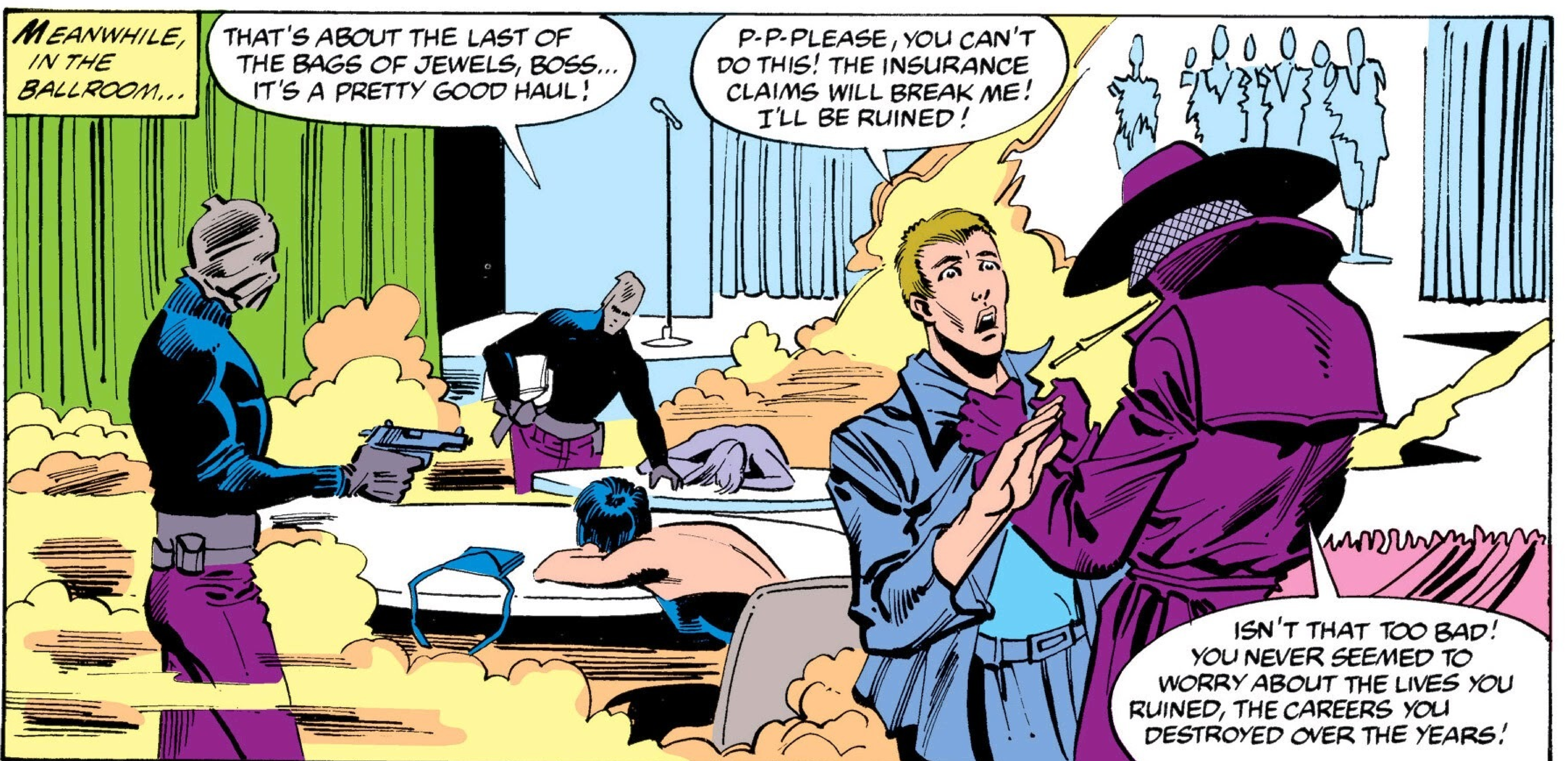

I CAN'T BELIEVE THIS IS HAPPENING! WHY DOESN'T SOMEBODY DO SOMETHING?!
GIVE ME A CHANCE, LADY.
HMM, DRESSING ROOMS SHOULD BE BACK THIS WAY. THAT'LL BE A SWITCH--


--I RARELY GET TO USE SUCH FORMAL FACILITIES! I USUALLY HAVE TO CHANGE IN AN ALLEY OR-- WHOOPS! BELLADONNA'S ALREADY BEEN HERE.
SORRY, MISS, I DON'T MEAN TO INTRUDE.


IT'S A GOOD THING YOU'RE GASSED... I'VE NEVER DONE THIS IN FRONT OF A LADY BEFORE.
UH-OH... SPEAKING OF GAS, I'M STARTING TO FEEL A LITTLE FUZZY AROUND THE EDGES!

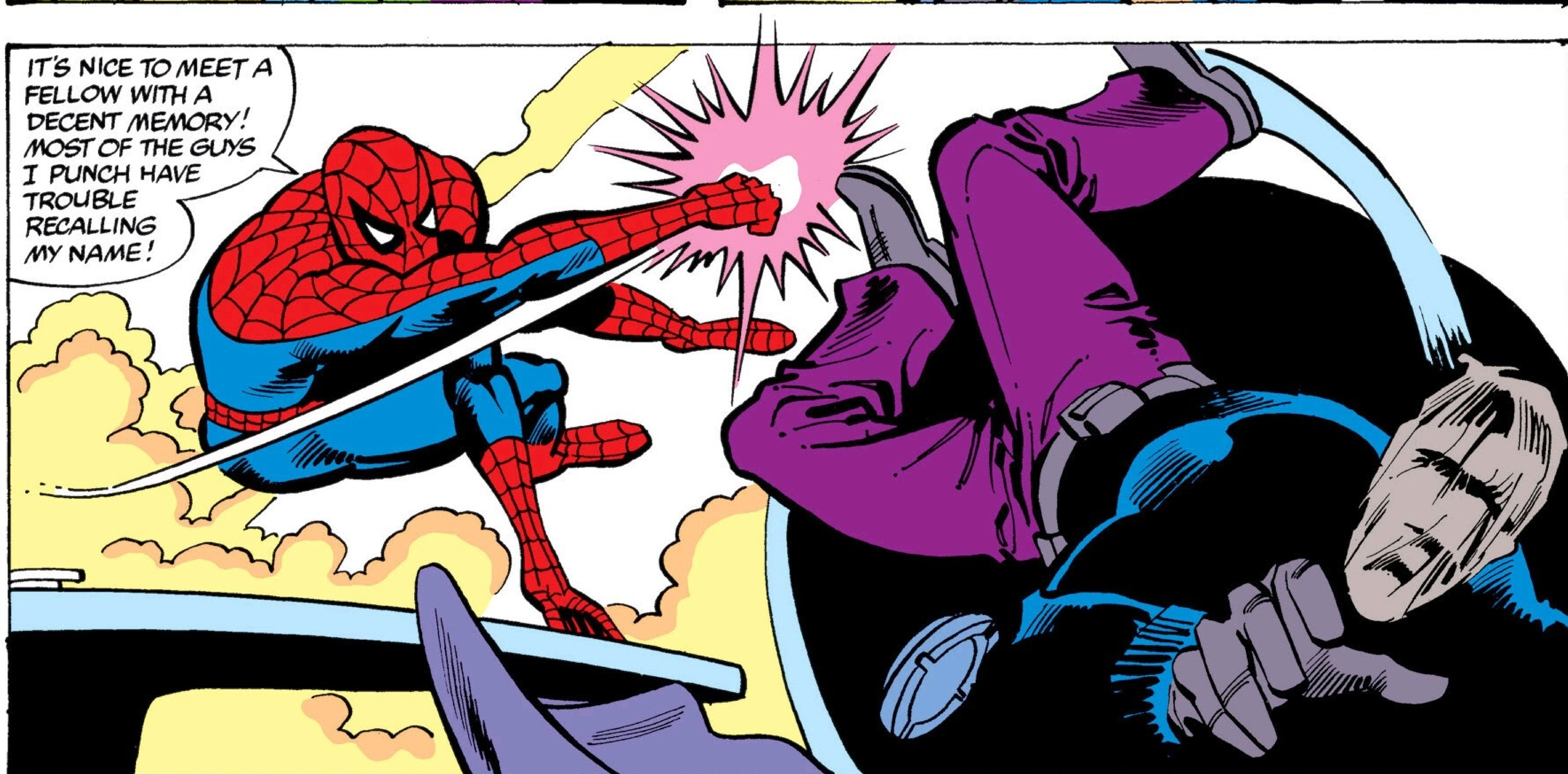

LOOKS LIKE THE VINEGAR I CHUGGED IS ONLY GOING TO BE PARTIALLY EFFECTIVE. I'D BETTER NOT TAKE ANY CHANCES...
...A WEB-FILTER UNDER MY MASK OUGHT TO WARD OFF SOME OF THE GAS.

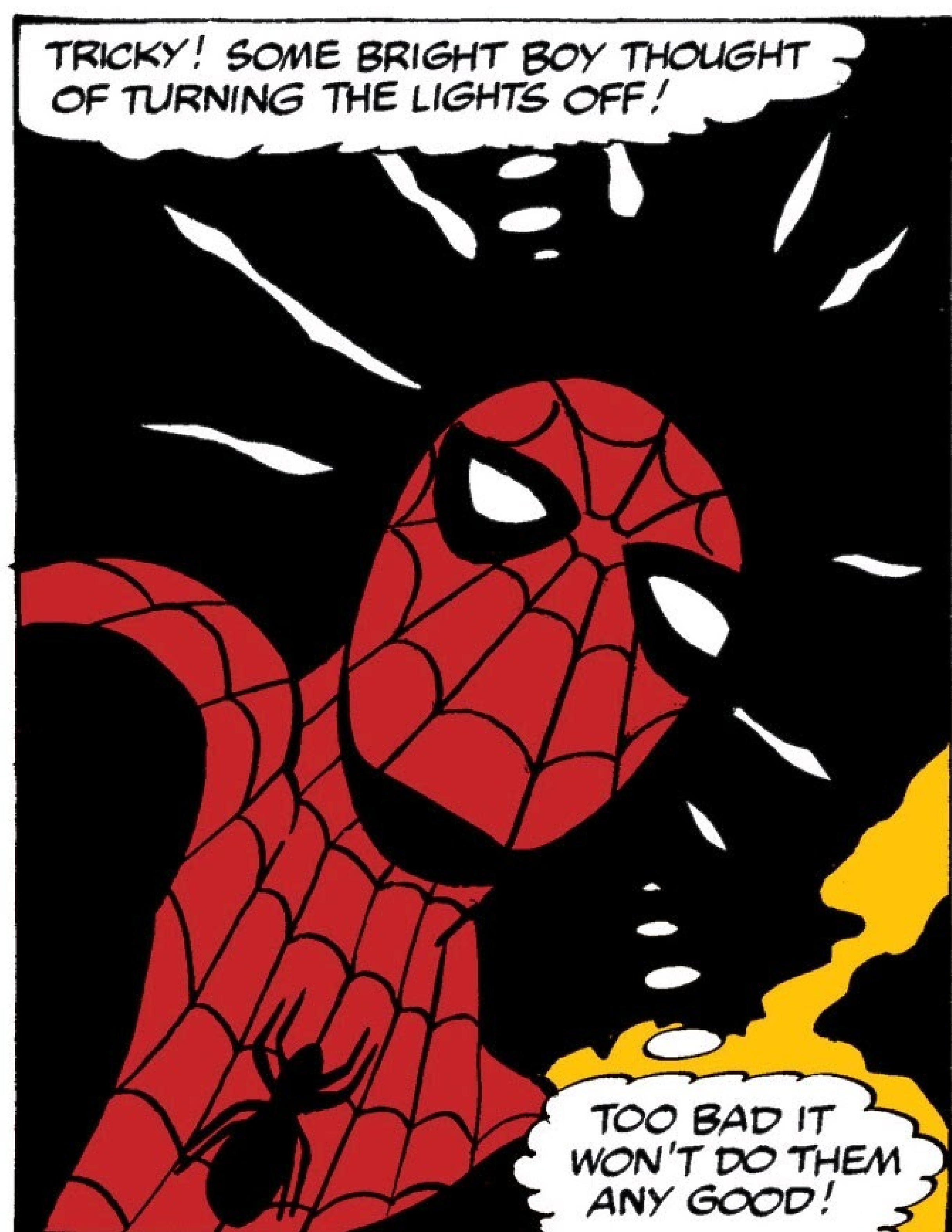

OF COURSE, IF I'M OUT IN THE GAS FOR TOO LONG, THE WEB-FILTER WILL START TO BREAK DOWN AND-- YEESH! I DON'T WANT TO THINK ABOUT THAT.

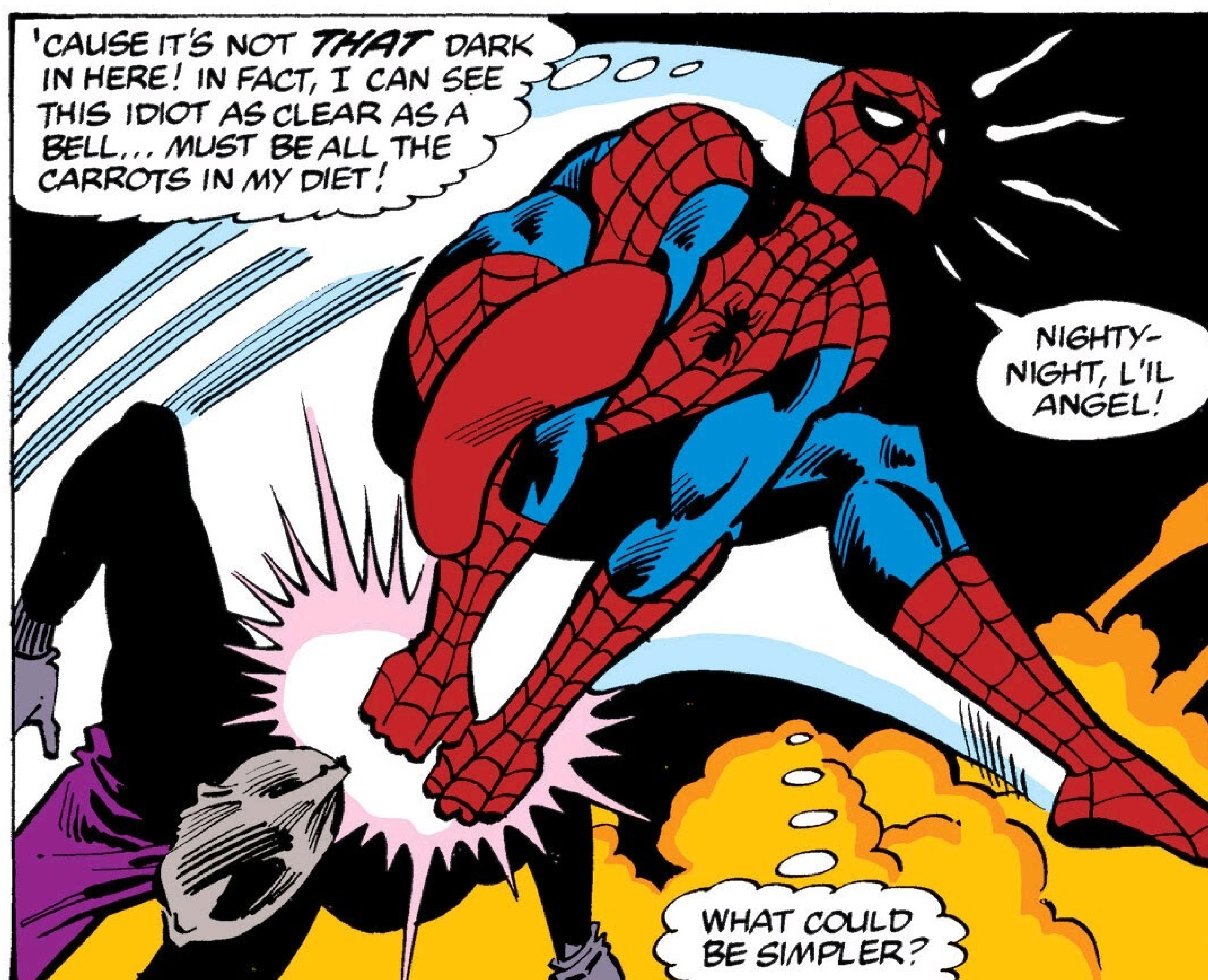

MEANWHILE, IN THE BALLROOM...
THAT'S ABOUT THE LAST OF THE BAGS OF JEWELS, BOSS... IT'S A PRETTY GOOD HAUL!
P-P-PLEASE, YOU CAN'T DO THIS! THE INSURANCE CLAIMS WILL BREAK ME! I'LL BE RUINED!
ISN'T THAT TOO BAD! YOU NEVER SEEMED TO WORRY ABOUT THE LIVES YOU RUINED, THE CAREERS YOU DESTROYED OVER THE YEARS!

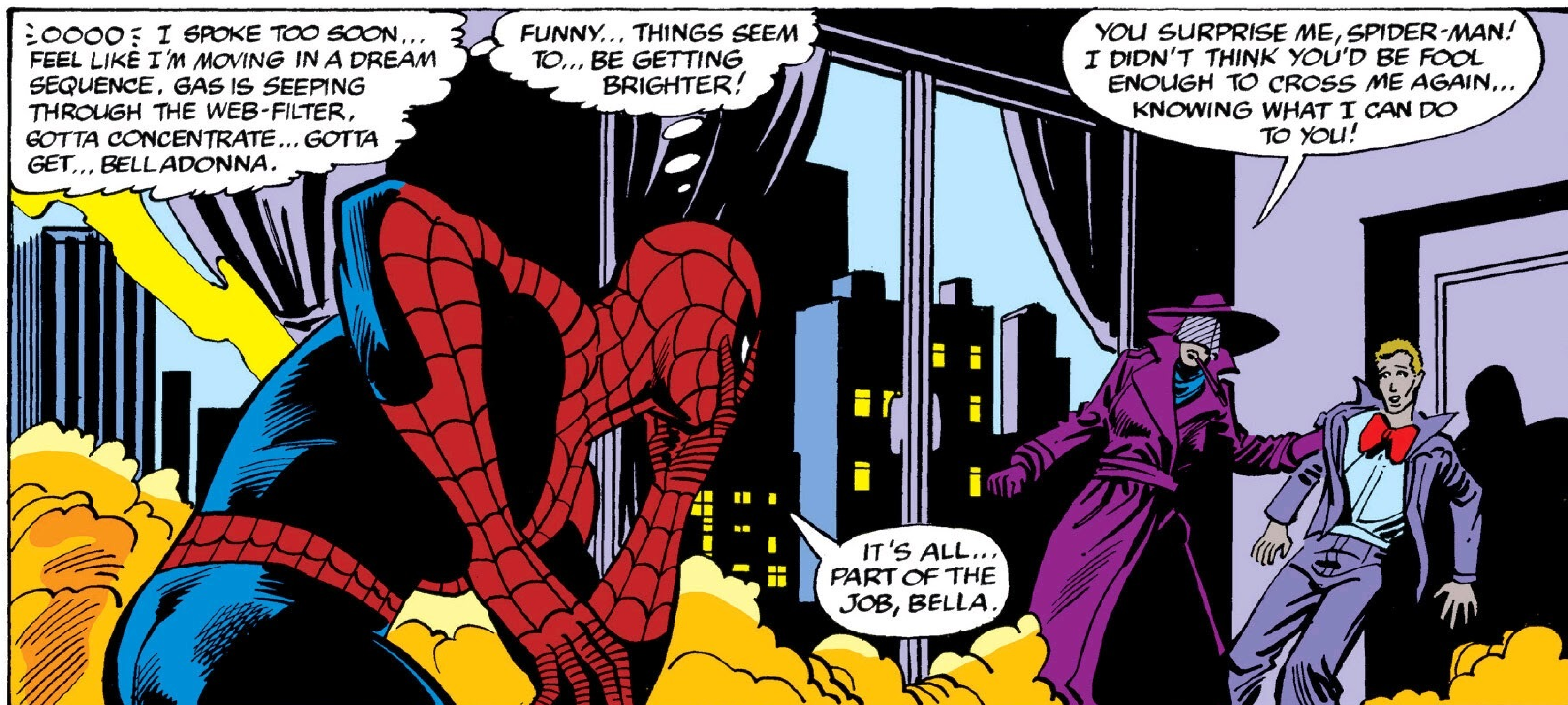

JEEZ, WHY DOES SHE HAVE TO MAKE A SPEECH? WHY CAN'T WE JUST--
GUESS WHO?
WHUUP
THOW


WHAT?! IT'S SPIDER-MAN AGAIN!
AW, YOU REMEMBERED!


IT'S NICE TO MEET A FELLOW WITH A DECENT MEMORY! MOST OF THE GUYS I PUNCH HAVE TROUBLE RECALLING MY NAME!


TRICKY! SOME BRIGHT BOY THOUGHT OF TURNING THE LIGHTS OFF!
TOO BAD IT WON'T DO THEM ANY GOOD!


'CAUSE IT'S NOT THAT DARK IN HERE! IN FACT, I CAN SEE THIS IDIOT AS CLEAR AS A BELL... MUST BE ALL THE CARROTS IN MY DIET!
NIGHTY-NIGHT, L'IL ANGEL!
WHAT COULD BE SIMPLER?



IDIOT! JUST LOOK AT YOU!

THE GREAT SPIDER-MAN! YOU'RE PRACTICALLY OUT ON YOUR FEET! WELL, ONE CONCENTRATED GAS OVERDOSE FROM THIS, AND NEITHER YOU NOR KINGSLEY WILL EVER BOTHER ME AGAIN!

AH-AH-*AH!* NOT NICE, BELLA! EVEN SLIGHTLY SLOWED-DOWN, A FRIENDLY NEIGHBORHOOD SPIDER-MAN BEATS OUT A LADY IN A TRENCH-COAT ANY DAY OF THE WEEK...

EXIT

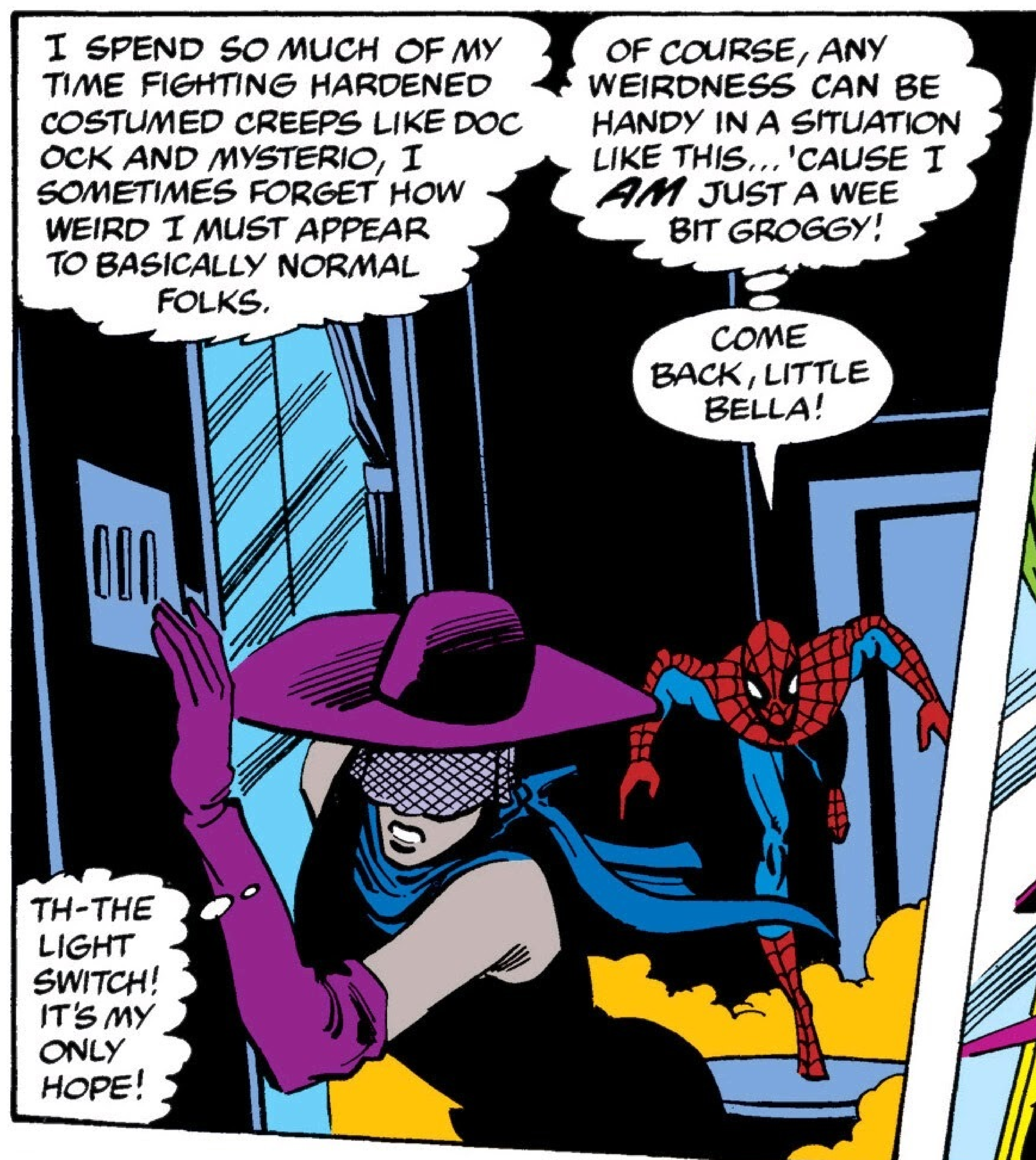
...ESPECIALLY WHEN SAID WALL-CRAWLER HAS TAKEN A FEW PRECAUTIONS! I'LL TAKE THAT SPRITZER!

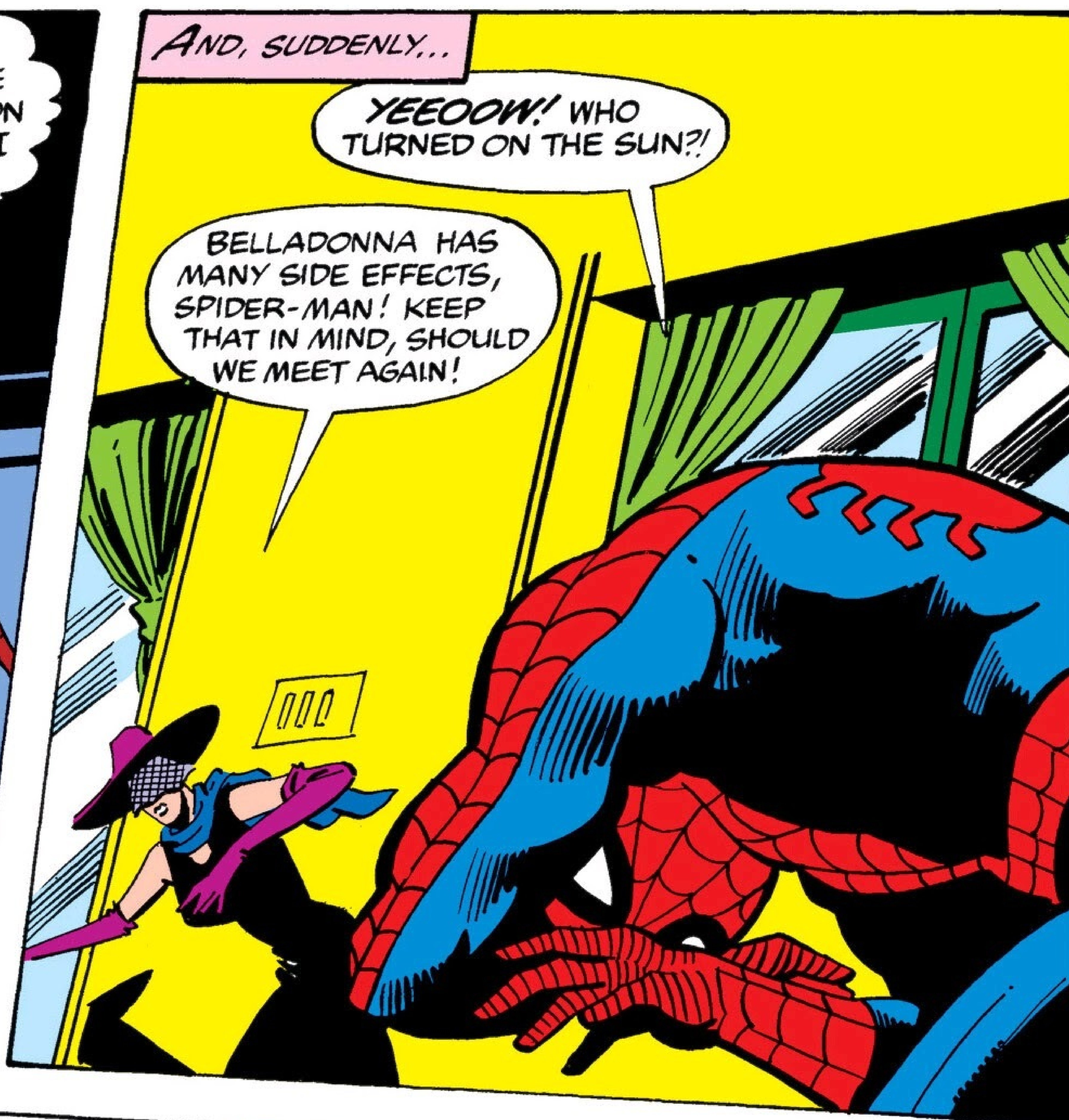
HEY, TAKE IT EASY, BELLA... I DON'T BITE!

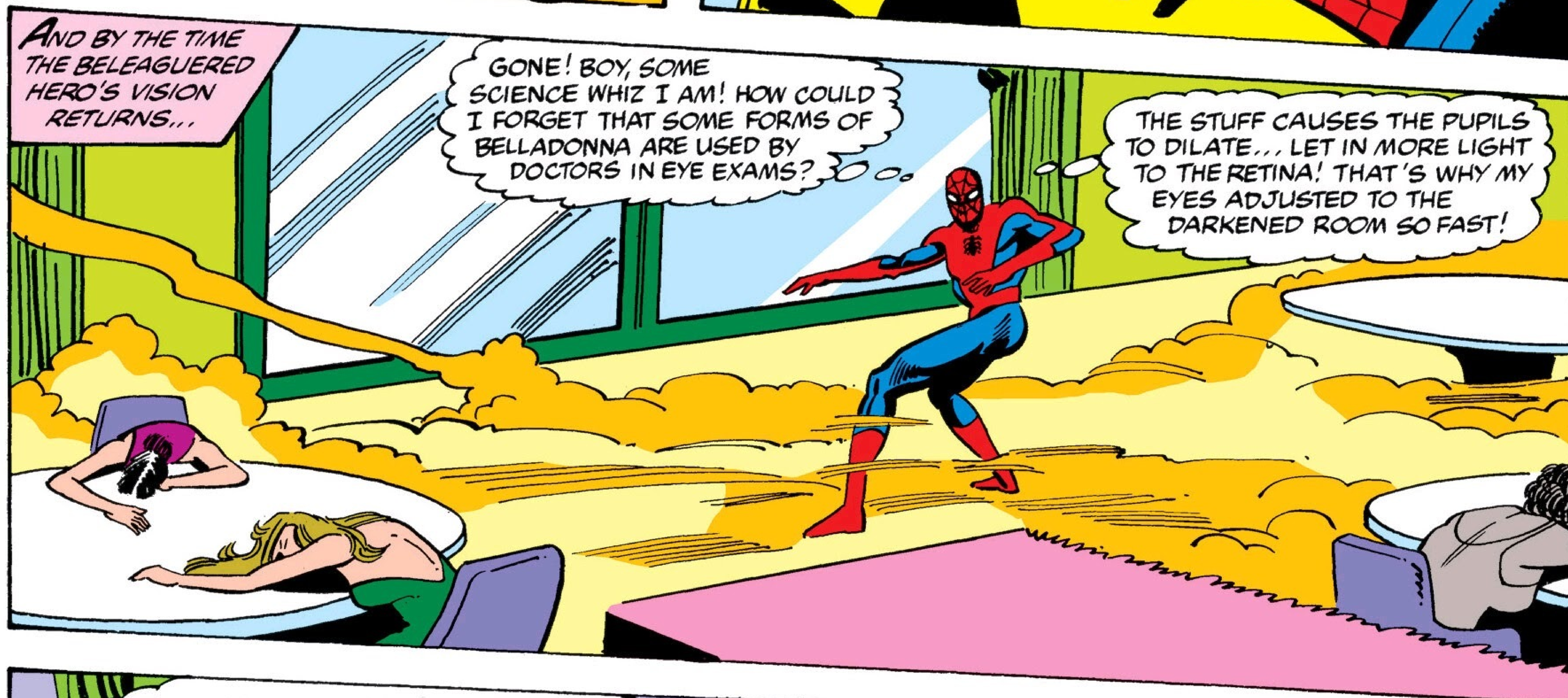
HOW ABOUT THAT! SHE'S ACTUALLY SCARED OF ME! REAL SHAKING-IN-YOUR-BOOTS SCARED!

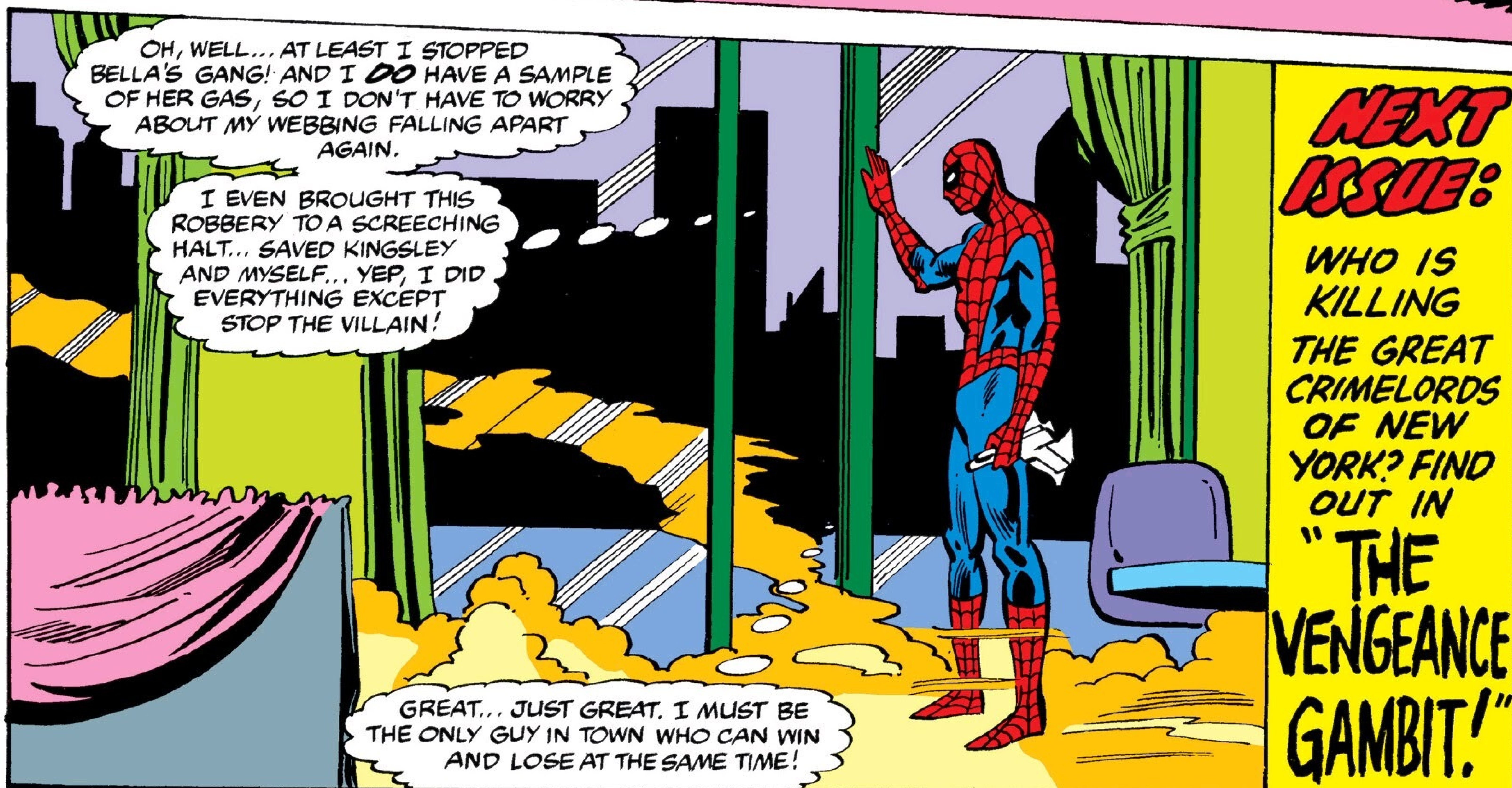
OH!

NO... **NO...NO!** T-TAKE YOUR HANDS OFF ME! K-KEEP AWAY!


I SPEND SO MUCH OF MY TIME FIGHTING HARDENED COSTUMED CREEPS LIKE DOC OCK AND MYSTERIO, I SOMETIMES FORGET HOW WEIRD I MUST APPEAR TO BASICALLY NORMAL FOLKS.
OF COURSE, ANY WEIRDNESS CAN BE HANDY IN A SITUATION LIKE THIS... 'CAUSE I AM JUST A WEE BIT GROGGY!
COME BACK, LITTLE BELLA!
TH-THE LIGHT SWITCH! IT'S MY ONLY HOPE!


AND, SUDDENLY...
YEEOOW! WHO TURNED ON THE SUN?!
BELLADONNA HAS MANY SIDE EFFECTS, SPIDER-MAN! KEEP THAT IN MIND, SHOULD WE MEET AGAIN!


AND BY THE TIME THE BELEAGUERED HERO'S VISION RETURNS...
GONE! BOY, SOME SCIENCE WHIZ I AM! HOW COULD I FORGET THAT SOME FORMS OF BELLADONNA ARE USED BY DOCTORS IN EYE EXAMS?
THE STUFF CAUSES THE PUPILS TO DILATE... LET IN MORE LIGHT TO THE RETINA! THAT'S WHY MY EYES ADJUSTED TO THE DARKENED ROOM SO FAST!


OH, WELL... AT LEAST I STOPPED BELLA'S GANG! AND I DO HAVE A SAMPLE OF HER GAS, SO I DON'T HAVE TO WORRY ABOUT MY WEBBING FALLING APART AGAIN.
I EVEN BROUGHT THIS ROBBERY TO A SCREECHING HALT... SAVED KINGSLEY AND MYSELF... YEP, I DID EVERYTHING EXCEPT STOP THE VILLAIN!
GREAT... JUST GREAT. I MUST BE THE ONLY GUY IN TOWN WHO CAN WIN AND LOSE AT THE SAME TIME!
NEXT ISSUE:
WHO IS KILLING THE GREAT CRIMELORDS OF NEW YORK? FIND OUT IN "THE VENGEANCE GAMBIT!"

SPECTACULAR SPIDER-MAIL

c/o MARVEL COMICS GROUP
575 Madison Avenue
New York, New York 10022

DENNIS O'NEIL
EDITOR
MARK GRUENWALD
ASSISTANT EDITOR

With this issue, Rollickin' ROGER STERN takes over the scripting chores on PETER PARKER, THE SPECTACULAR SPIDER-MAN! And it couldn't have happened to a nicer guy! Those of you who've thrilled to Rog's HULK can be sure he'll be bringing the same taut dialogue, the same tense plotting to PETER PARKER! As for BILL MANTLO — not to fear! The Boisterous One has his hands full getting out ROM——SPACEKNIGHT, the marvelous MICRONAUTS, HOWARD THE DUCK and Rog's past success, THE INCREDIBLE HULK (not to mention more special projects than you can shake a stick at!). So best of luck to both Bill and Rog! And now, heeere'sa your turn!

Dear Bill,

With PETER PARKER, THE SPECTACULAR SPIDER-MAN #37 you've finally fulfilled my faith in you as a writer. Not that PPTSS #37 was a particularly earth-shattering, momentous story — but it was solidly plotted. For a variety of reasons, this issue was the most promising work I've seen this year. First of all, a different and new supporting cast *and* mucho glimpses of Peter Parker's lifestyle. It's about time! There were a few flaws, such as the fact that Marcy seemed too much a Lois Lane type, but that was minor. Secondly, the use of better villains. Carrion, the Iguana (and even Mindworm) were particularly insipid and just plain lousy (sorry). Swarm was far more interesting, and there's no doubt in my mind that you can come up with many more original villains of your own, Bill. Don't be afraid to do so! I'd rather see you toss new concepts at us, as you do in the MICRONAUTS, than rely on the same time-worn devices.

The only problem with Swarm was that I had trouble believing that Spidey alone could beat him, especially when it took all five CHAMPIONS to do it last time (and, at that, they nearly lost!). That's the problem with using a super-villain who's more super-powerful than most.

Artwise, I think you've finally found the right inker for Jim Mooney in Pablo Marcos. Don't lose him! The art is looking much better of late.

Well, now that you've caught my interest in this mag again, don't lose me, either. I'm not going to miss the return of Morbius (and the possible return of the Empathoid?). There were times when I considered giving up on PPTSS, but I'm glad I stuck by it. Keep up the good work, and best of luck on THE INCREDIBLE HULK!

Bruce Weintraub
68—36 108th Street
Forest Hills, NY 11375

Dear Marvel,

I just thought I'd let you know that, for my money, PPTSS is a far more satisfying mag than Spidey's mainstream title these days. The reason is better antagonists — I'm still reeling from Carrion, and the Swarm character in PPTSS #37 was marvelously handled, much more menacing and malicious than he was in the CHAMPIONS. Outstanding points this ish included the vicious attack on Spidey in the opening pages and the climactic sequence within the giant hive. Page 23 was particularly impressive, giving a very strong sense of morbidness and claustrophobia (keep Mr. Marcos inking these pages, by all means!). The entire story proceeded logically and evenly, with Spidey shining not as infallible, but as a clever, clear thinker.

Your attempts at establishing a new supporting cast for Peter, however, have not come off as well as your villainous incarnations. So far the relationships seem pretty shallow but, taking the newness of Steve, Dr. Sloan, et al, into consideration I suppose their characterizations will eventually rise above their current sophomoric level. You have scored a first (of sorts) with Marcy: a brilliant, self-confident female with no common sense (page 22 — "Marcy's got the lungs of a cheerleader and the brains of an Albert Einstein!"). If we can have males of this type (Flash Thompson, for one) then one in the opposite gender seems more natural.

My only complaint is that PPTSS is treated (consciously or unconsciously) as the "little Spider-Man" book. Nothing that occurs here seems to have lasting impact because we get no crossover feedback from the other two Spider-Man titles, while they seem to direct the course of this mag. I can understand your desire to keep some aspects of the three separate, but unless greater give-and-take continutity occurs, this book will be reduced to importance to the level of SPIDEY SUPER-STORIES in the Marvel Universe.

Richard Roder
93-23 Vanderveer Street
Queens Village, NY 11428

Dear Marvel,

PPTSS #'s 36 and 37 were, in a word, terrific! Great plotting, artwork, and the one thing I've been looking for in this mag — more of Peter Parker! Thanks! But a couple of questions: (1) How did Spidey's bee stings go away in so short a time? (2) How did Dr. Sloan bring Swarm back to life? (3) How did the bees make such a big hive so quickly?

I knew Swarm would return because in the final panel of CHAMPIONS #15 I saw a tiny bee on the skeleton of Swarm. I just never suspected he'd make his return appearance in PPTSS!

Vic Sachar
3062 Josephs Blvd
Saugerties, NY 12477

Got a pencil and paper ready, Vic? Here are your answers: (1) Spider-Man has always exhibited incredible recuperative powers — the ability of his body to cure itself quickly is amazing, accounting for the way his broken arm mended so fast in a recent AMAZING SPIDER-MAN tale. (2) That very Queen Bee you noticed at the end of CHAMPIONS #15 was aroused by the heat from Dr. Sloan's instruments, and immediately began to breed. Remember, Swarm and his bees are mutants — they do everything faster than normal bees. (3) Lots of bees working very quickly!

Buggy Bill,

Bill, my lad, you've been taking your vitamins lately, haven't you? What do I mean by that? Well, lately all your work has been truly awe-inspiring. I just finished reading PPTSS #'s 36 and 37 consecutively, and what a fine, fine tale they told! Pete's solution to the Swarm problem was nothing short of genius. It's truly wonderful to see that young man use his scientific know-how for a change.

Pablo Marcos is one of my favorite inkers, so getting him to ink Gentleman Jim Mooney's pencils was a definite plus. And the Nasser/Rubinstein cover was just the right icing for this delightful outing.

If I may, let me give just a few opinions on Pete's school-life: First off, you have steadily been adding onto the already large cast, and I for one am all for this. School, by its very nature, is the bringing together of many minds, hopefully for the beneficial advancement of all. So, realistically, Pete will continue to encounter more and more people. How much of an effect each person will have upon hi him is a truly individual thing.

So let the individual personalities dictate how important each person becomes, some close, some just casual acquaintances. Now, let me speak specifically about Marcy. It seems to me that you're about to handle this relationship as an iceberg slowly melting into love. Boring!!! If that's your plan, it's rotten. it's happened much too often in the past; i.e., Gwen, Mary Jane. Try something new!

Tad Ray Christiansen
11486 Victory Blvd
North Hollywood, CA 91606

With Bill leaving this mag, Tad, we'll never know what he had planned for Pete and Marcy. All the Boisterous One will say, mysteriously, is that, whatever it was, it wasn't going to be like any relationship you've ever seen before!

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PETER PARKER, THE SPECTACULAR SPIDER-MAN®

...AND AFTER THIS IT'LL GET *DANGEROUS!*

WHO IS THE *NEW* PROWLER?

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter gained the arachnid's powers... and in effect, became a human spider...

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WESNER'S PUB IN MANHATTAN'S GREENWICH VILLAGE IS RENOWNED FOR ITS SUBSTANTIAL MENU, REASONABLE PRICES, AND GIANT TV-PROJECTION SYSTEM.

THOSE FIRST TWO ITEMS ARE WHAT ATTRACTED PETER PARKER. THE LAST ONE IS ABOUT TO GIVE HIM INDIGESTION!

CHANNEL-4 NEWSWATCH... WITH MELBA TOLIVER!

GOOD EVENING! A BIZARRE SERIES OF BREAK-INS THROUGHOUT THE CITY HAS LED TO A DEATH AT A FASHIONABLE SOHO APARTMENT COMPLEX.

KILLER?

AUTHORITIES SAY SPIDER-MAN MAY BE INVOLVED!

OH, NO!

I'VE BEEN HERE ALL EVENING WITH DEBRA WHITMAN... I HAVEN'T BEEN NEAR SOHO FOR DAYS! WHO COULD POSSIBLY BE SETTING UP SPIDER-MAN THIS TIME?!

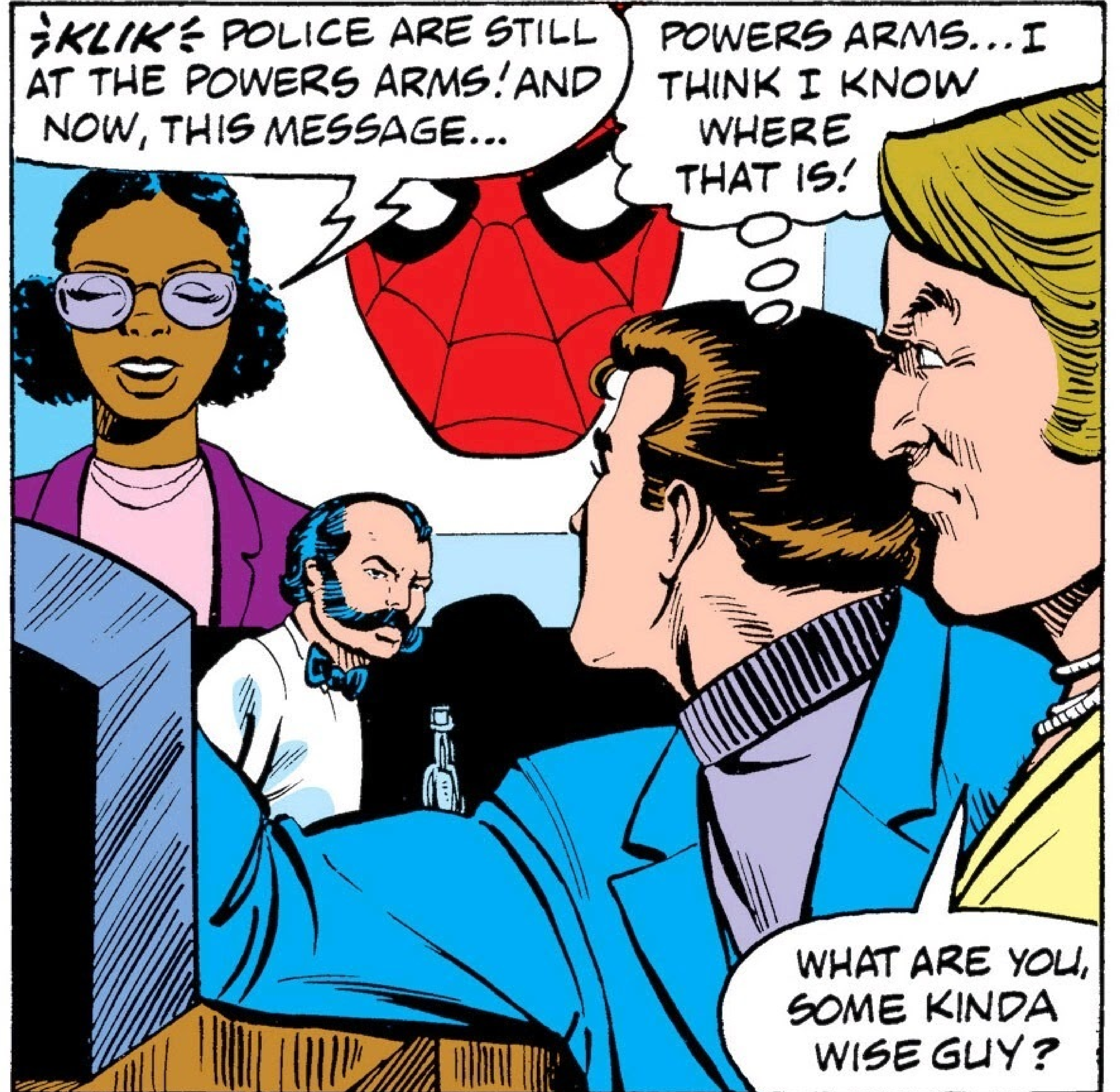
A NIGHT ON THE PROWL!

ROGER STERN WRITER / MARIE SEVERIN PENCILER / BRUCE D. INKS + LETTERS

GLYNIS W. COLORIST / DENNIS O'NEIL EDITOR / JIM SHOOTER ED. IN CHIEF

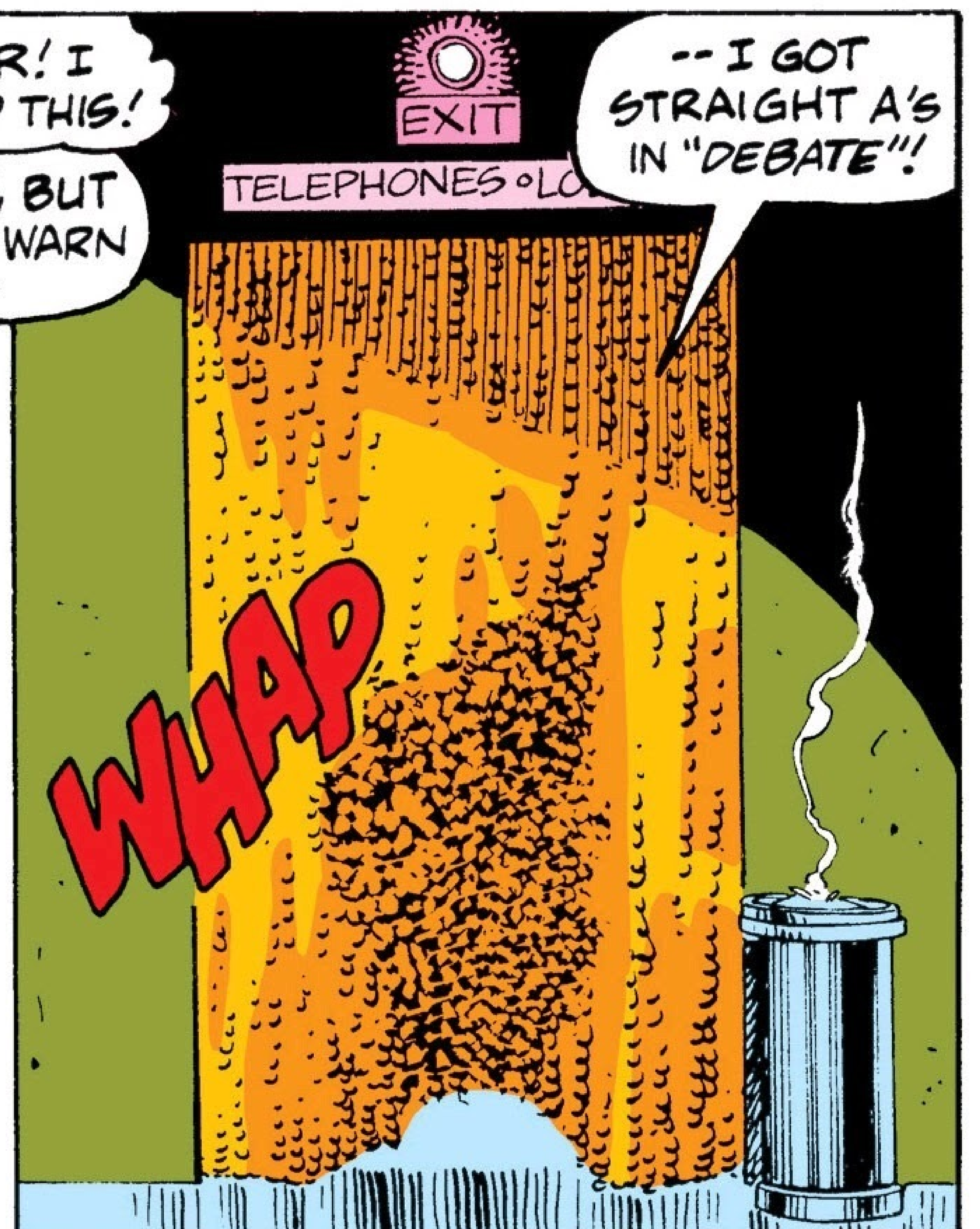
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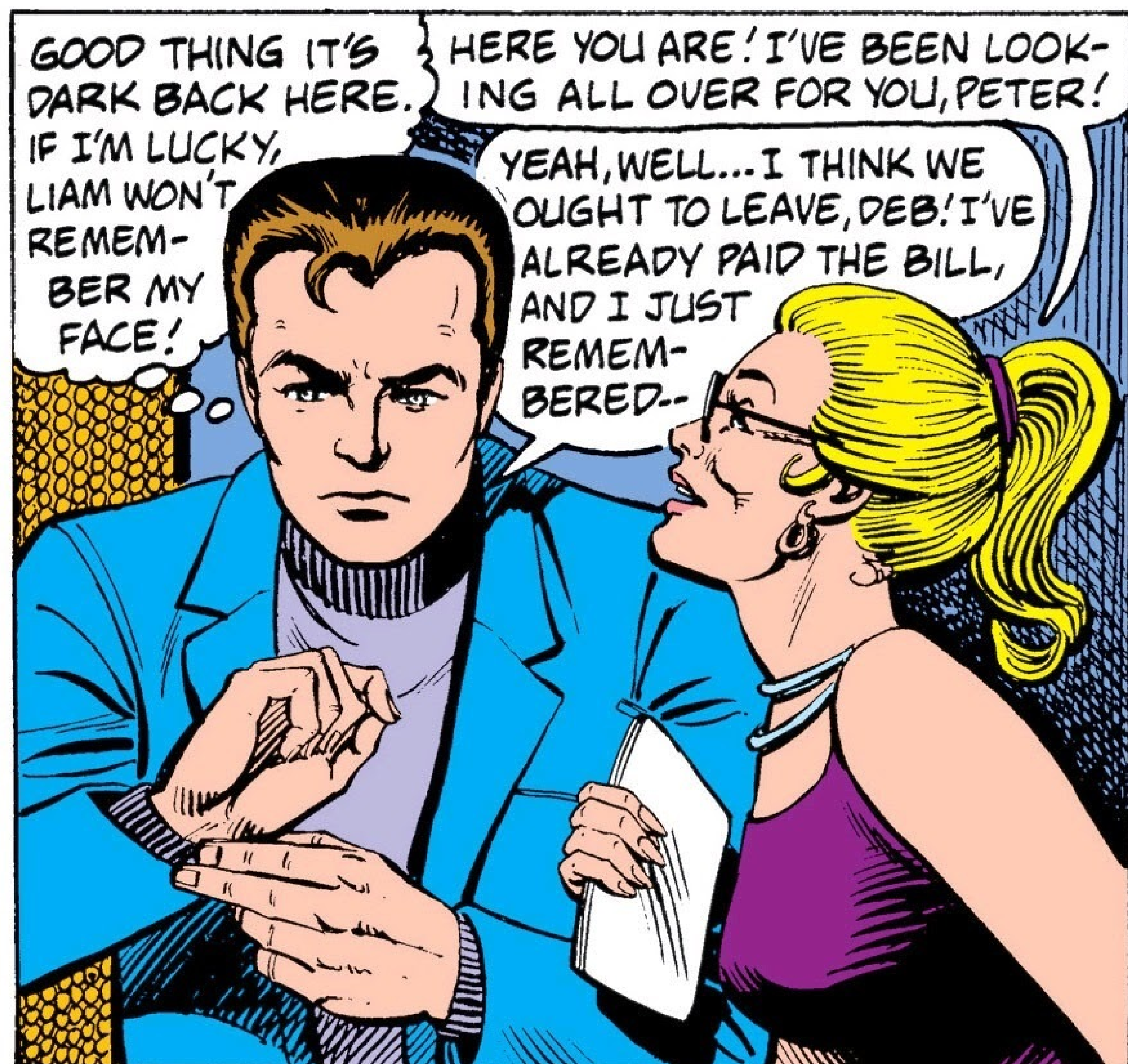

MAYBE IF I CAN FIND OUT MORE BEFORE DEB GETS BACK FROM THE LADIES' ROOM, I CAN STILL SALVAGE THE EVENING!
AW, WHO CARES ABOUT THIS? WHERE'S THE BALLGAME?
KLIK
WAIT A SECOND! I WANT TO HEAR MORE!

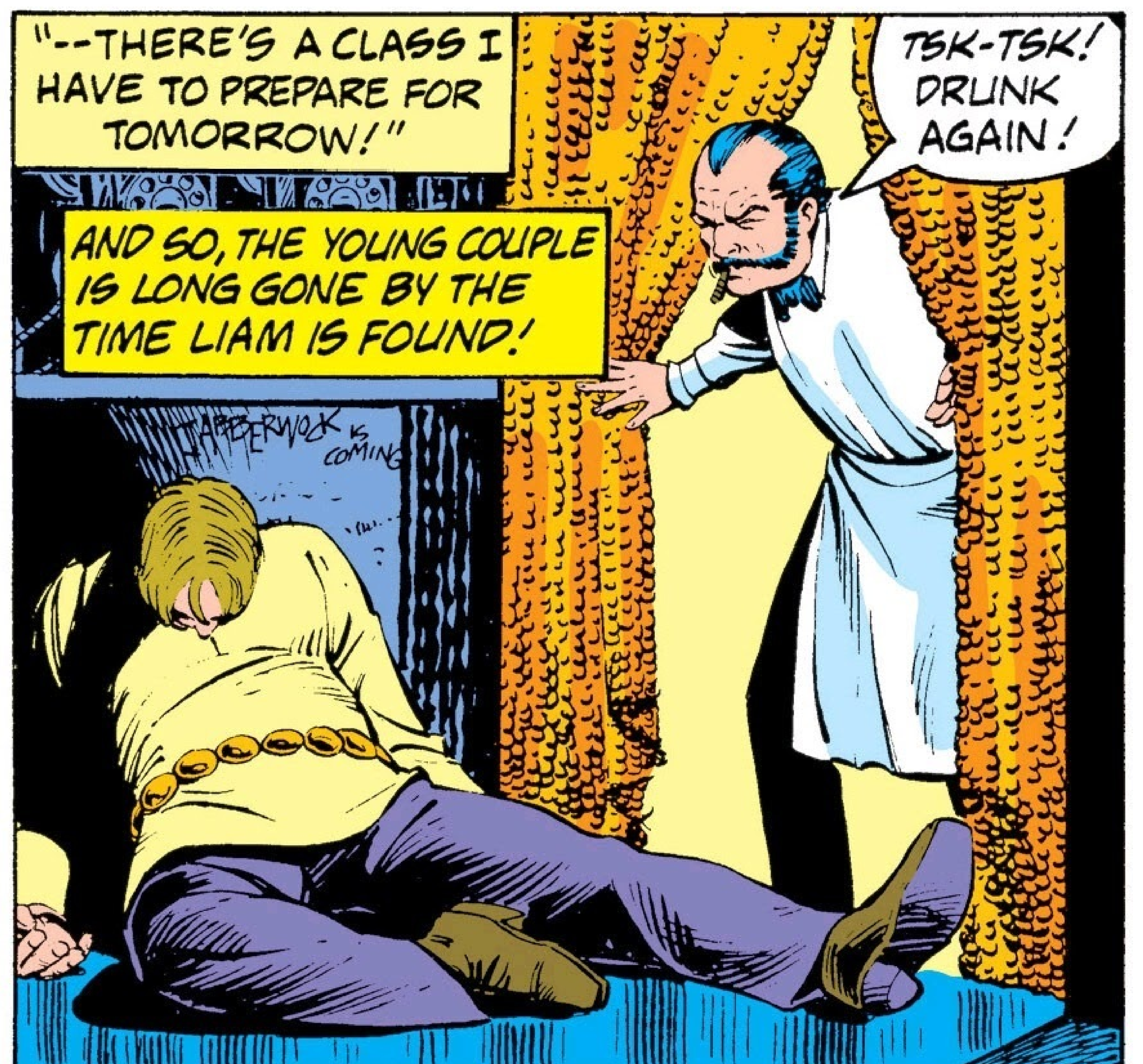

KLIK POLICE ARE STILL AT THE POWERS ARMS! AND NOW, THIS MESSAGE...
POWERS ARMS... I THINK I KNOW WHERE THAT IS!
WHAT ARE YOU, SOME KINDA WISE GUY?


I OUGHTTA...
YOU OUGHTTA WHAT, LIAM?
Uh... I OUGHTTA HAVE A NICE, POLITE DISCUSSION WITH THIS GENTLEMAN!
C'MON YOU--


--WE'RE GONNA DO OUR "DISCUSSING" OUT IN BACK!
EXIT
OH, BROTHER! I DIDN'T NEED THIS!
ALL RIGHT, BUT I'D BETTER WARN YOU--


EXIT
TELEPHONES
--I GOT STRAIGHT A'S IN "DEBATE"!
WHAP


GOOD THING IT'S DARK BACK HERE. IF I'M LUCKY, LIAM WON'T REMEMBER MY FACE!
HERE YOU ARE! I'VE BEEN LOOKING ALL OVER FOR YOU, PETER!
YEAH, WELL... I THINK WE OUGHT TO LEAVE, DEB! I'VE ALREADY PAID THE BILL, AND I JUST REMEMBERED--


"--THERE'S A CLASS I HAVE TO PREPARE FOR TOMORROW!"
TSK-TSK! DRUNK AGAIN!
AND SO, THE YOUNG COUPLE IS LONG GONE BY THE TIME LIAM IS FOUND!

MEAN WHILE, JUST A FEW SHORT BLOCKS AWAY, AT DEBRA'S APARTMENT...
Y-YOU'RE SURE YOU CAN'T COME IN FOR A MINUTE?
I'D LOVE TO, KID, BUT I REALLY HAVE TO SPLIT!
SEE YOU TOMORROW AT THE OFFICE!

SOON, ALONE IN HER ROOMS...
HE... HE ONLY TOOK ME OUT BECAUSE HE FELT SORRY FOR ME -- I JUST KNOW IT! WHY DID I THINK HE REALLY LIKED ME?

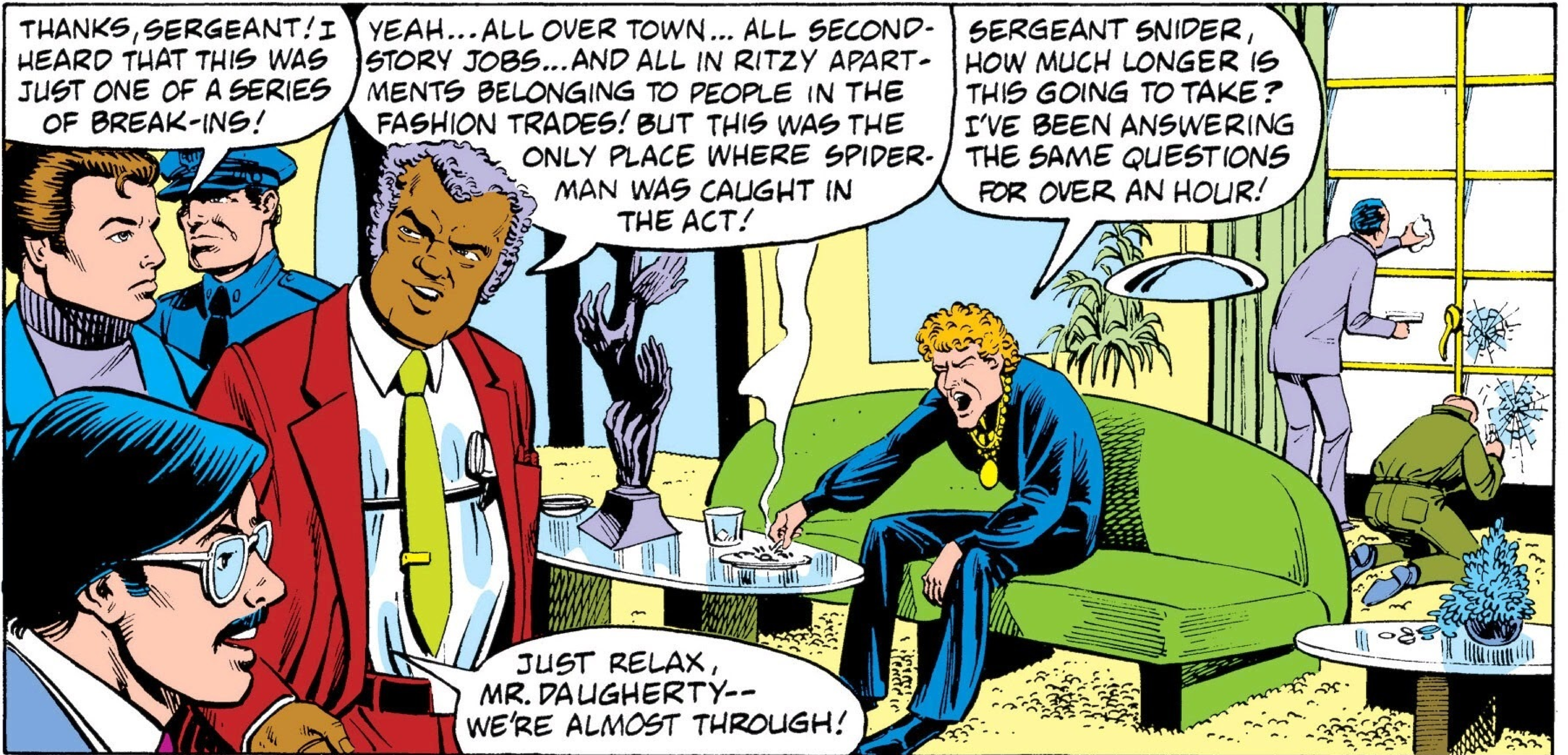
BUT, A ROOFTOP AWAY, THE **REAL** REASON FOR PETE'S DEPARTURE IS BECOMING APPARENT...
I REALLY HATED TO DITCH DEB... BUT I HAVE TO CHECK-OUT THAT NEWS STORY!
THE LAST THING I NEED IS A MURDER CHARGE HANGING OVER ME!

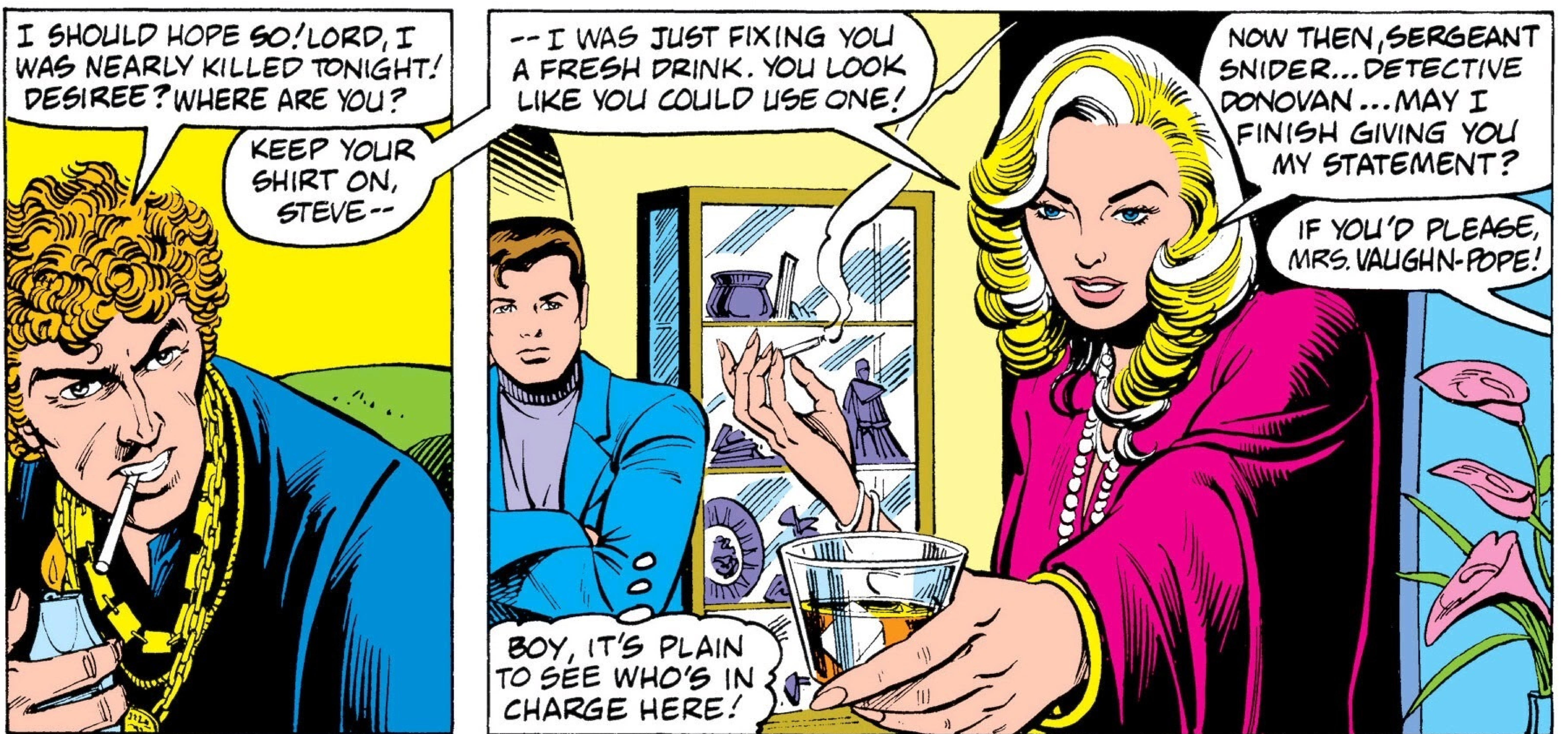
ONE QUICK SERIES OF SWINGS LATER...
AH-HAH! I THOUGHT I KNEW WHERE THIS PLACE WAS!
AND THE POLICE ARE STILL HERE! I'D BETTER GET OUT OF SIGHT BEFORE I'M ACCUSED OF RETURNING TO THE SCENE OF THE CRIME!

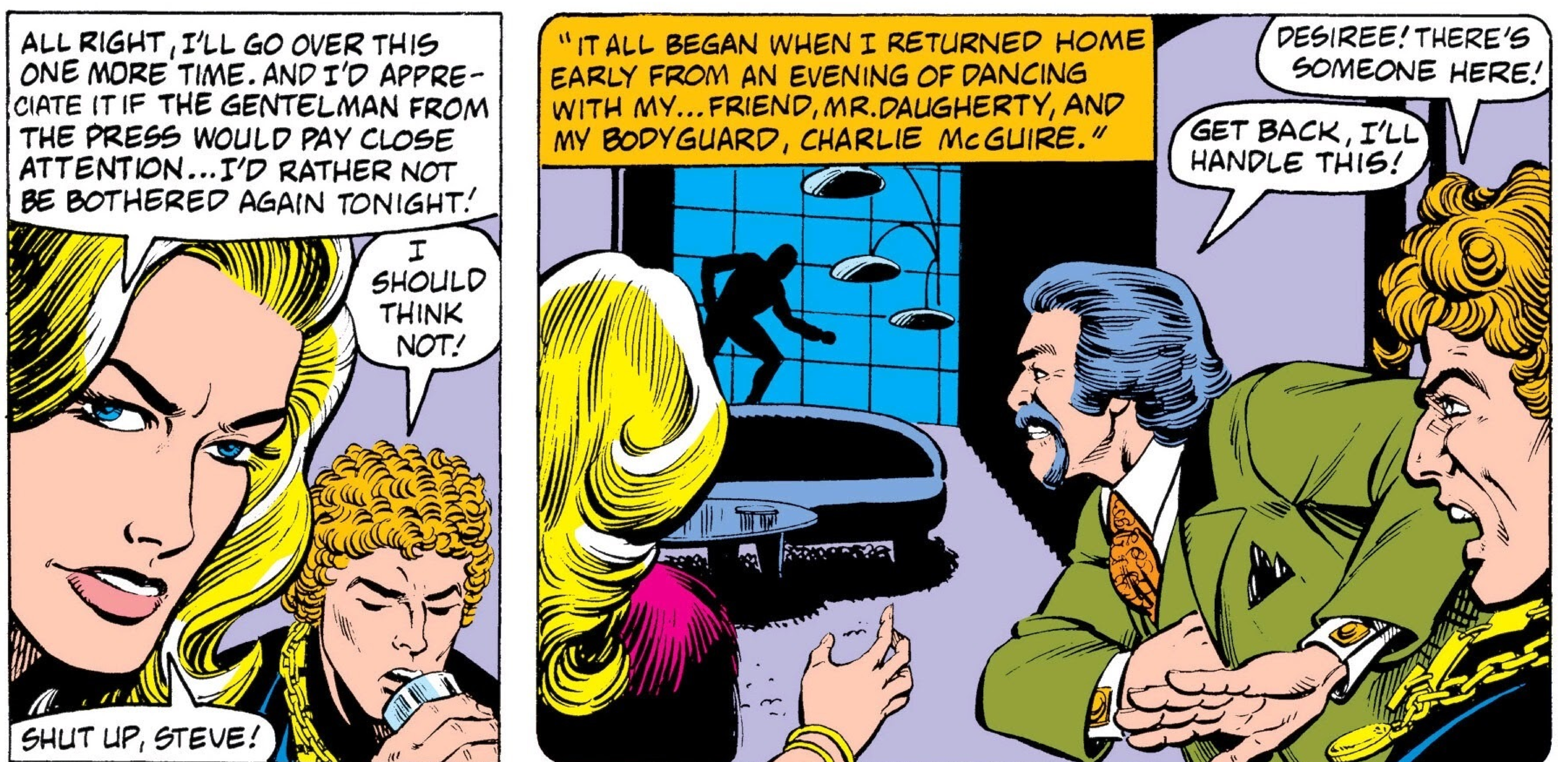
SHORTLY, ON THE BUILDING'S ROOF...
NEW YORK'S FINEST WON'T BE TOO EAGER TO ANSWER SPIDER-MAN'S QUESTIONS RIGHT NOW -- BUT I MIGHT BE ABLE TO PICK UP A LITTLE INFORMATION AS A **DAILY GLOBE** EMPLOYEE...

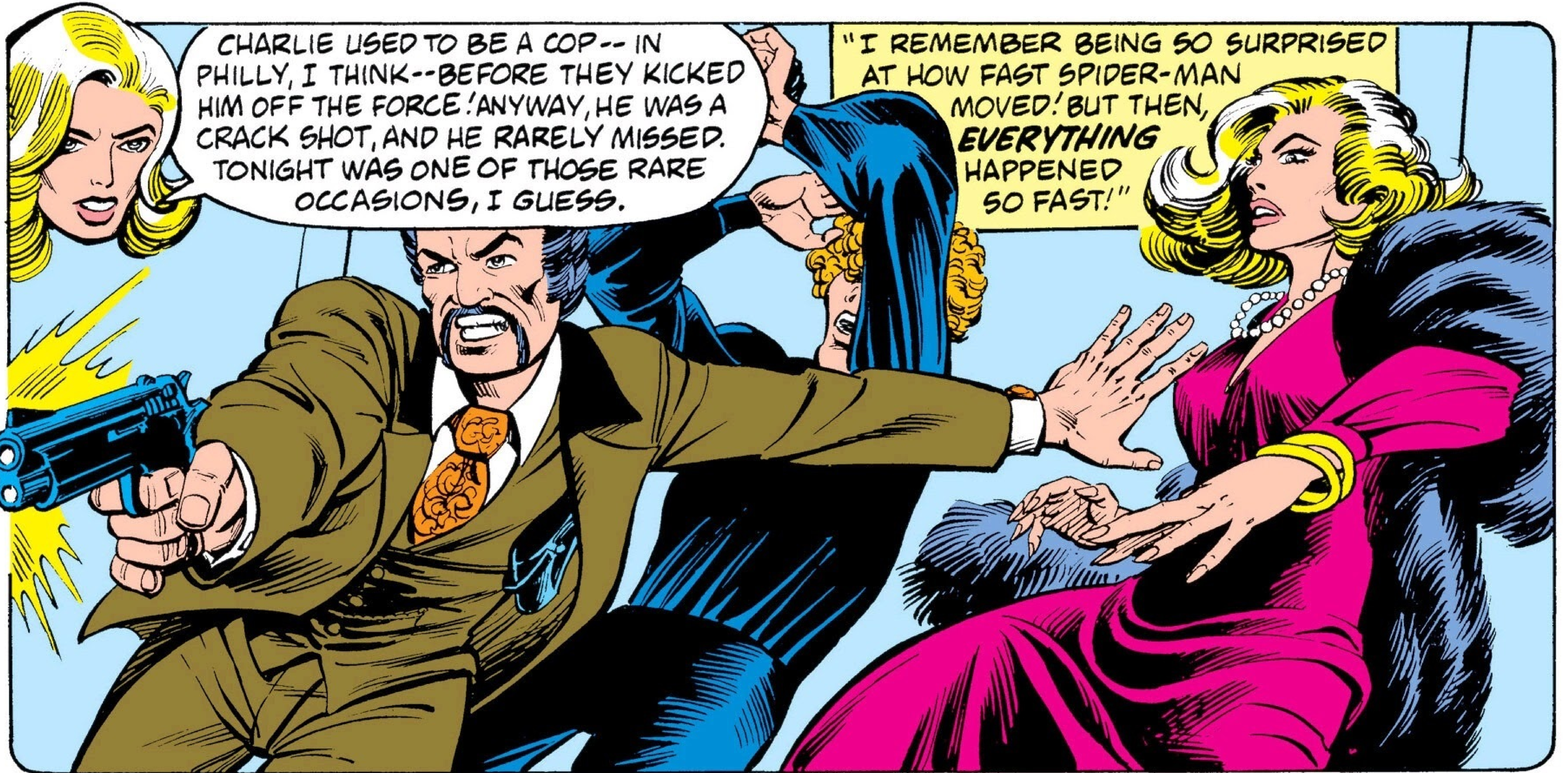
...EVEN IF I **DON'T** HAVE MY CAMERA WITH ME!
LET'S SEE... THE ACTION SEEMED TO BE COMING FROM THE SIXTH FLOOR!

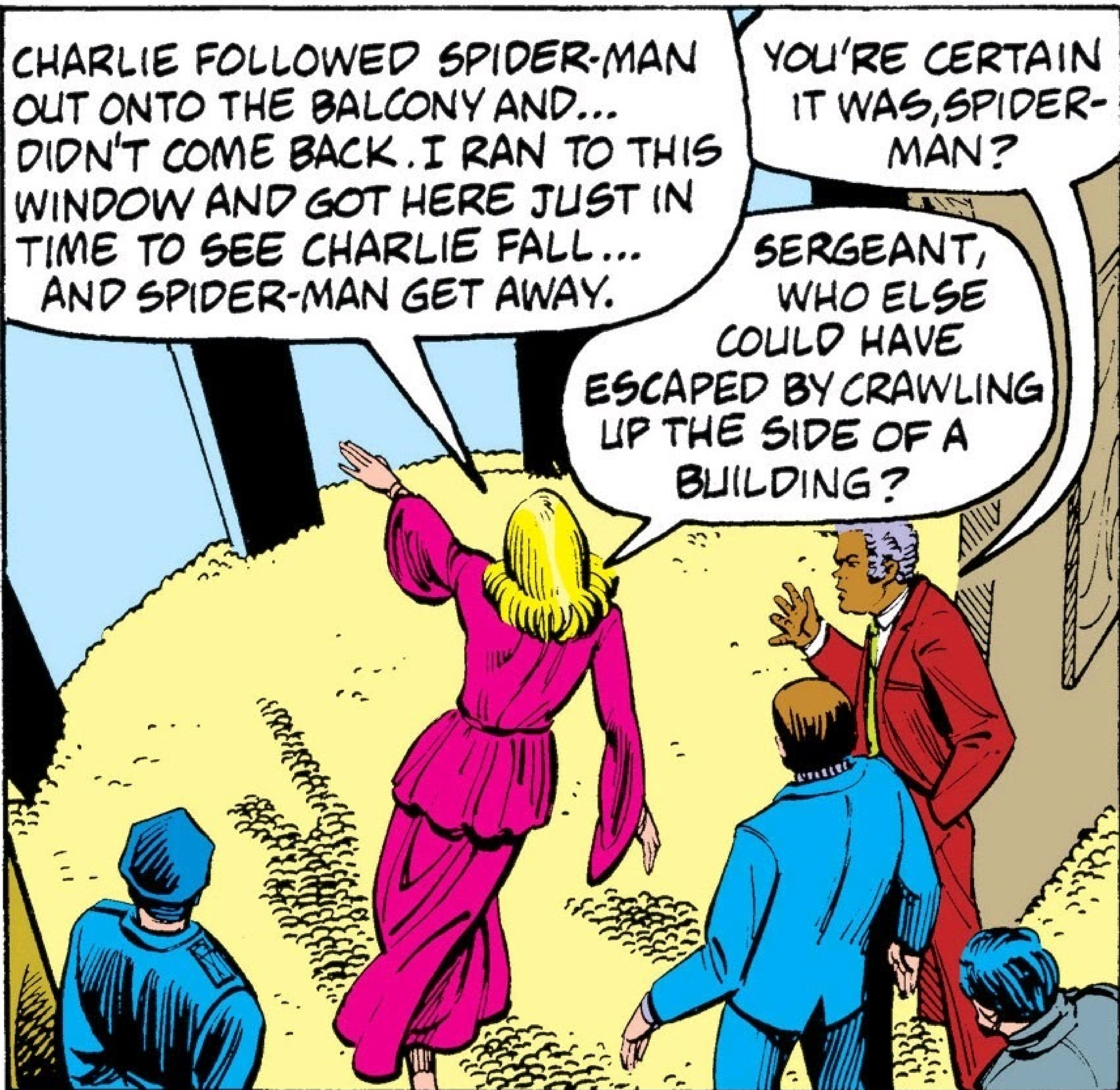
AND, SURE ENOUGH...
EXCUSE ME, I...
HUH? WHO THE DEVIL ARE **YOU?** AND HOW DID YOU GET UP HERE? THIS IS A POLICE INVESTIGATION!
OH, HE'S ALL RIGHT, SARGE! THAT'S... **PARKER,** ISN'T IT? HE WORKS FOR THE **GLOBE!**
WELL... IF DONOVAN SAYS YOU'RE ALL RIGHT, I GUESS IT WON'T HURT ANYTHING!

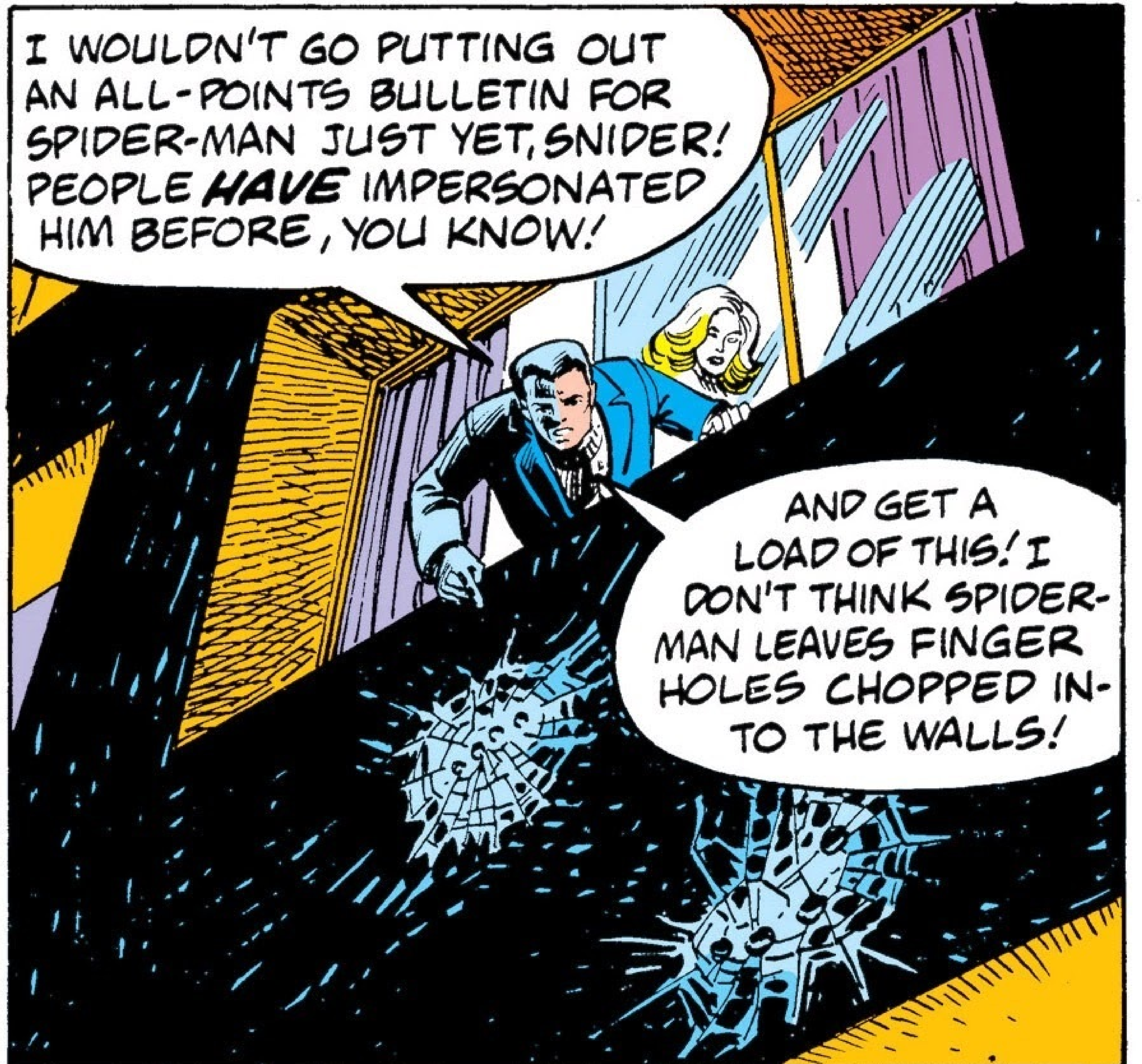

THANKS, SERGEANT! I HEARD THAT THIS WAS JUST ONE OF A SERIES OF BREAK-INS!
YEAH... ALL OVER TOWN... ALL SECOND-STORY JOBS... AND ALL IN RITZY APARTMENTS BELONGING TO PEOPLE IN THE FASHION TRADES! BUT THIS WAS THE ONLY PLACE WHERE SPIDER-MAN WAS CAUGHT IN THE ACT!
SERGEANT SNIDER, HOW MUCH LONGER IS THIS GOING TO TAKE? I'VE BEEN ANSWERING THE SAME QUESTIONS FOR OVER AN HOUR!
JUST RELAX, MR. DAUGHERTY-- WE'RE ALMOST THROUGH!


I SHOULD HOPE SO! LORD, I WAS NEARLY KILLED TONIGHT! DESIREE? WHERE ARE YOU?
KEEP YOUR SHIRT ON, STEVE--
--I WAS JUST FIXING YOU A FRESH DRINK. YOU LOOK LIKE YOU COULD USE ONE!
NOW THEN, SERGEANT SNIDER... DETECTIVE DONOVAN... MAY I FINISH GIVING YOU MY STATEMENT?
IF YOU'D PLEASE, MRS. VAUGHN-POPE!
BOY, IT'S PLAIN TO SEE WHO'S IN CHARGE HERE!

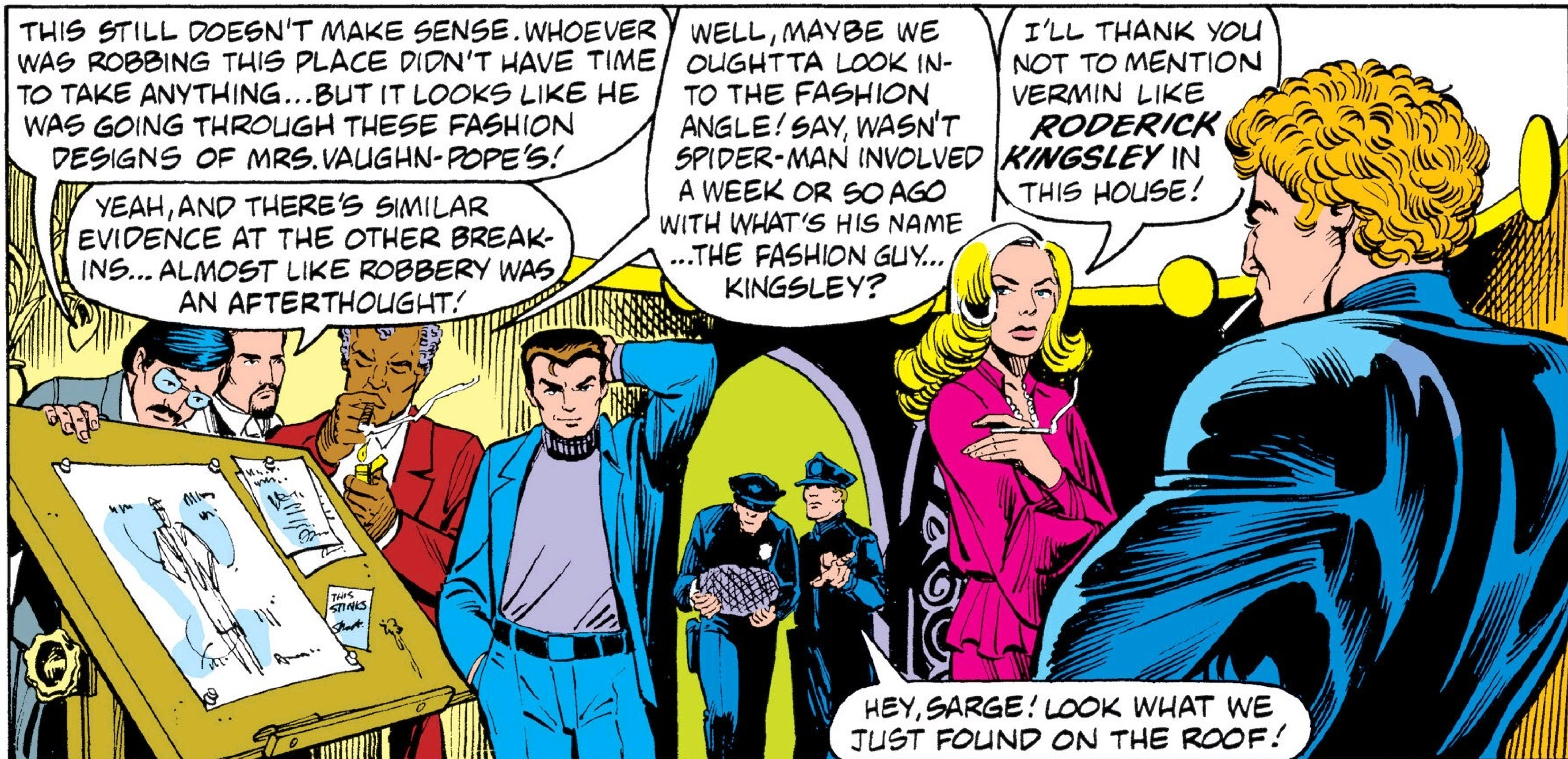

ALL RIGHT, I'LL GO OVER THIS ONE MORE TIME. AND I'D APPRECIATE IT IF THE GENTELMAN FROM THE PRESS WOULD PAY CLOSE ATTENTION... I'D RATHER NOT BE BOTHERED AGAIN TONIGHT!
I SHOULD THINK NOT!
SHUT UP, STEVE!
"IT ALL BEGAN WHEN I RETURNED HOME EARLY FROM AN EVENING OF DANCING WITH MY... FRIEND, MR. DAUGHERTY, AND MY BODYGUARD, CHARLIE McGUIRE."
DESIREE! THERE'S SOMEONE HERE!
GET BACK, I'LL HANDLE THIS!

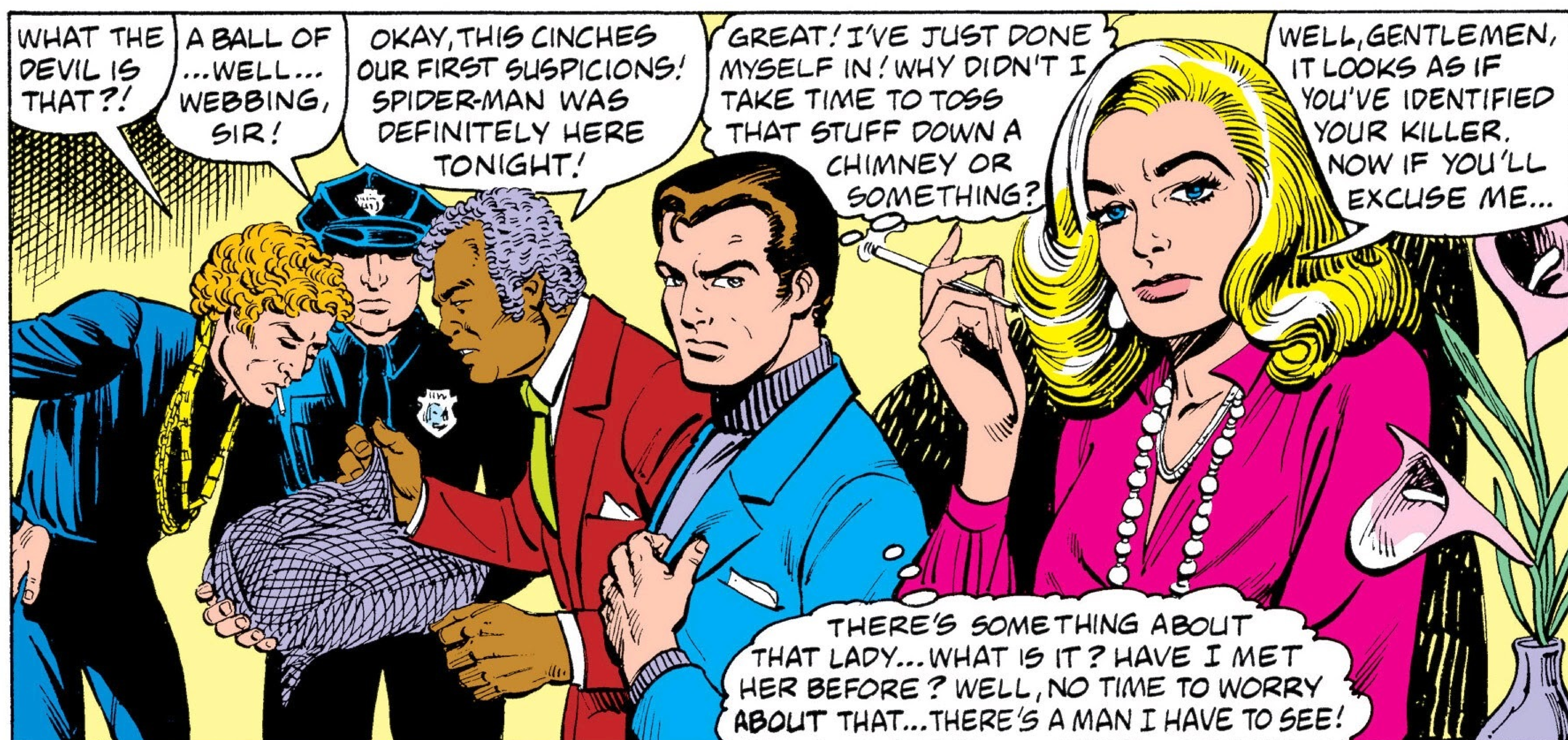

CHARLIE USED TO BE A COP-- IN PHILLY, I THINK--BEFORE THEY KICKED HIM OFF THE FORCE! ANYWAY, HE WAS A CRACK SHOT, AND HE RARELY MISSED. TONIGHT WAS ONE OF THOSE RARE OCCASIONS, I GUESS.
"I REMEMBER BEING SO SURPRISED AT HOW FAST SPIDER-MAN MOVED! BUT THEN, **EVERYTHING** HAPPENED SO FAST!"


CHARLIE FOLLOWED SPIDER-MAN OUT ONTO THE BALCONY AND... DIDN'T COME BACK. I RAN TO THIS WINDOW AND GOT HERE JUST IN TIME TO SEE CHARLIE FALL... AND SPIDER-MAN GET AWAY.
YOU'RE CERTAIN IT WAS, SPIDER-MAN?
SERGEANT, WHO ELSE COULD HAVE ESCAPED BY CRAWLING UP THE SIDE OF A BUILDING?


I WOULDN'T GO PUTTING OUT AN ALL-POINTS BULLETIN FOR SPIDER-MAN JUST YET, SNIDER! PEOPLE **HAVE** IMPERSONATED HIM BEFORE, YOU KNOW!
AND GET A LOAD OF THIS! I DON'T THINK SPIDER-MAN LEAVES FINGER HOLES CHOPPED IN-TO THE WALLS!


'SCUSE ME, SARGE! BEFORE YOU LOOK AT THE WALL, CHECK THIS OUT! WE DUG THIS STEEL FLECHETTE OUT OF THE BAL-CONY--EVIDENTALLY, IT WAS FIRED AT THE BODYGUARD!
WHAT ?!
THERE YOU GO, SNIDER! SINCE WHEN HAS SPIDER-MAN FIRED ANYTHING BESIDES WEBBING... AT ANYBODY?!
EE-YEAH! IT'S STARTING TO LOOK LIKE SOME-BODY WANTS US TO **THINK** SPIDER-MAN'S BEHIND THIS... BUT WHO?
I HAVE A PRETTY GOOD IDEA WHO!


THIS STILL DOESN'T MAKE SENSE. WHOEVER WAS ROBBING THIS PLACE DIDN'T HAVE TIME TO TAKE ANYTHING... BUT IT LOOKS LIKE HE WAS GOING THROUGH THESE FASHION DESIGNS OF MRS. VAUGHN-POPE'S!
YEAH, AND THERE'S SIMILAR EVIDENCE AT THE OTHER BREAK-INS... ALMOST LIKE ROBBERY WAS AN AFTERTHOUGHT!
WELL, MAYBE WE OUGHTTA LOOK INTO THE FASHION ANGLE! SAY, WASN'T SPIDER-MAN INVOLVED A WEEK OR SO AGO WITH WHAT'S HIS NAME ...THE FASHION GUY... KINGSLEY?
I'LL THANK YOU NOT TO MENTION VERMIN LIKE RODERICK KINGSLEY IN THIS HOUSE!
HEY, SARGE! LOOK WHAT WE JUST FOUND ON THE ROOF!

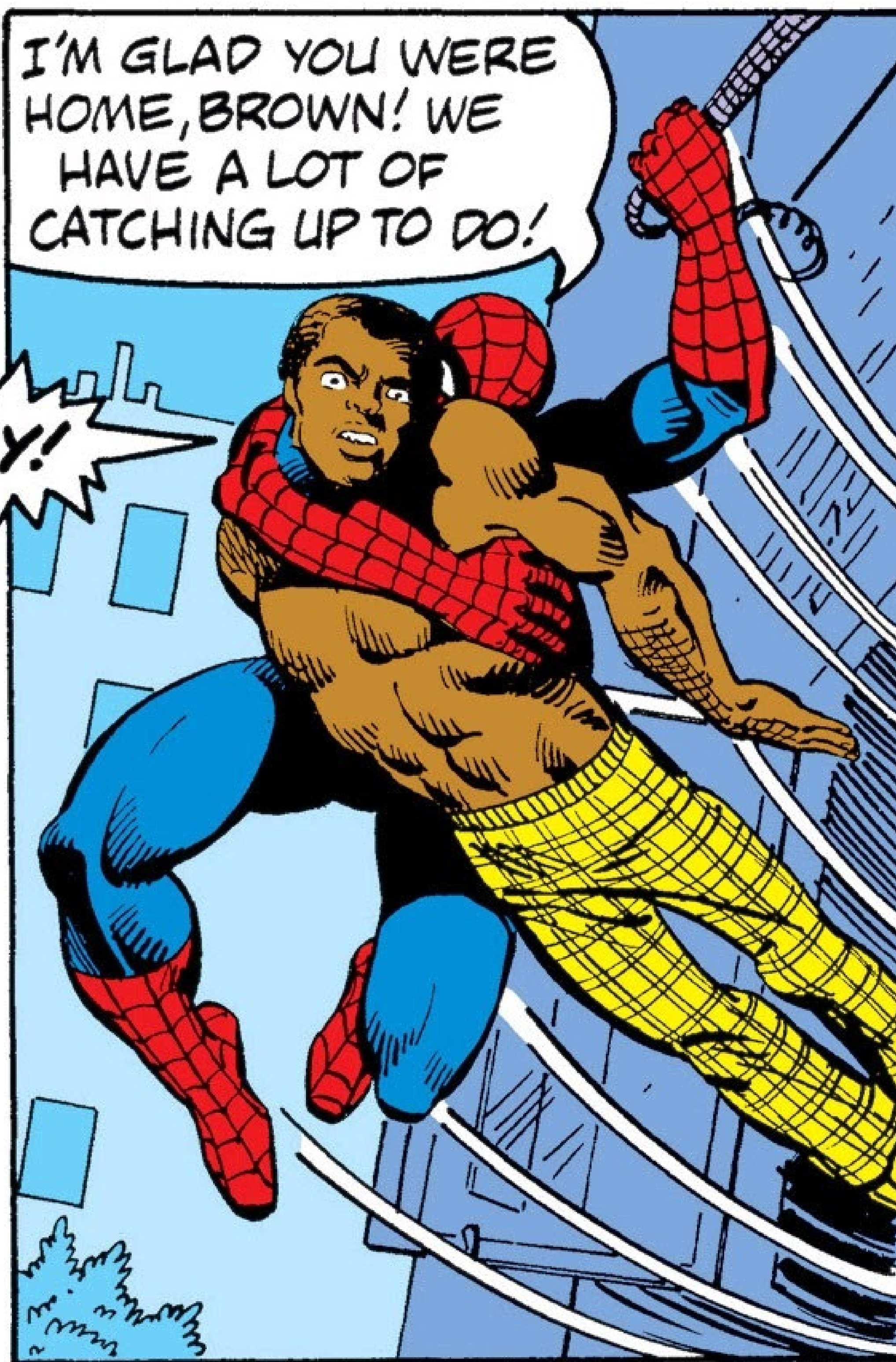

WHAT THE DEVIL IS THAT?!
A BALL OF ...WELL... WEBBING, SIR!
OKAY, THIS CINCHES OUR FIRST SUSPICIONS! SPIDER-MAN WAS DEFINITELY HERE TONIGHT!
GREAT! I'VE JUST DONE MYSELF IN! WHY DIDN'T I TAKE TIME TO TOSS THAT STUFF DOWN A CHIMNEY OR SOMETHING?
WELL, GENTLEMEN, IT LOOKS AS IF YOU'VE IDENTIFIED YOUR KILLER. NOW IF YOU'LL EXCUSE ME...
THERE'S SOMETHING ABOUT THAT LADY... WHAT IS IT? HAVE I MET HER BEFORE? WELL, NO TIME TO WORRY ABOUT THAT... THERE'S A MAN I HAVE TO SEE!

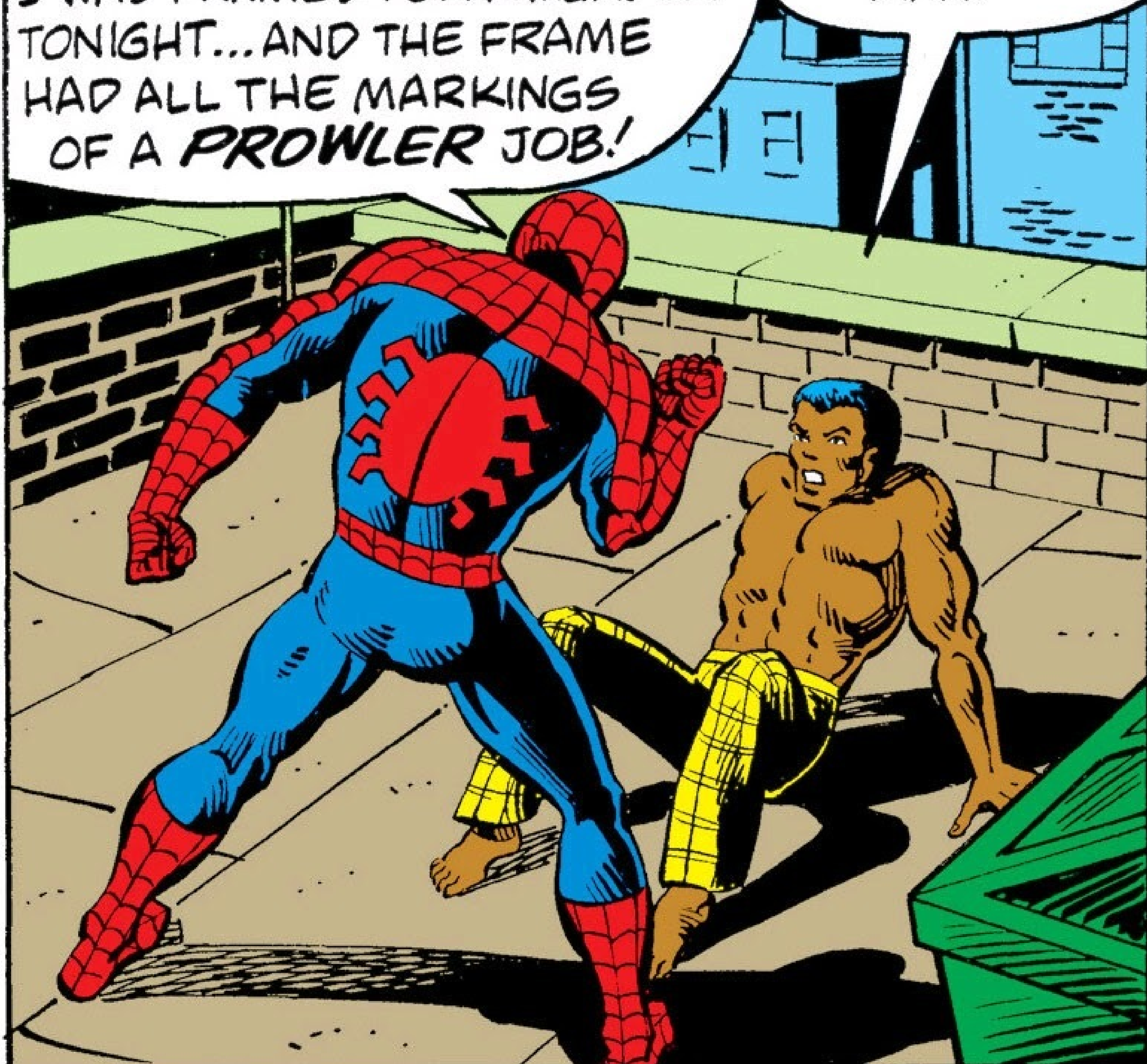

SOON, AFTER A QUICK TRIP HOME, PETER CHANGES ONCE AGAIN TO SPIDER-MAN--AND MAKES HIS WAY TO THE BOROUGH OF QUEENS...
THERE'S ONLY ONE GUY I KNOW WHO DIGS INTO WALLS WHEN HE CLIMBS AND FIRES METAL DARTS... HOBIE BROWN, THE PROWLER!
WE DIDN'T EXACTLY PART COMPANY ON THE BEST OF TERMS*--
*AMAZING SPIDER-MAN #93.-D.

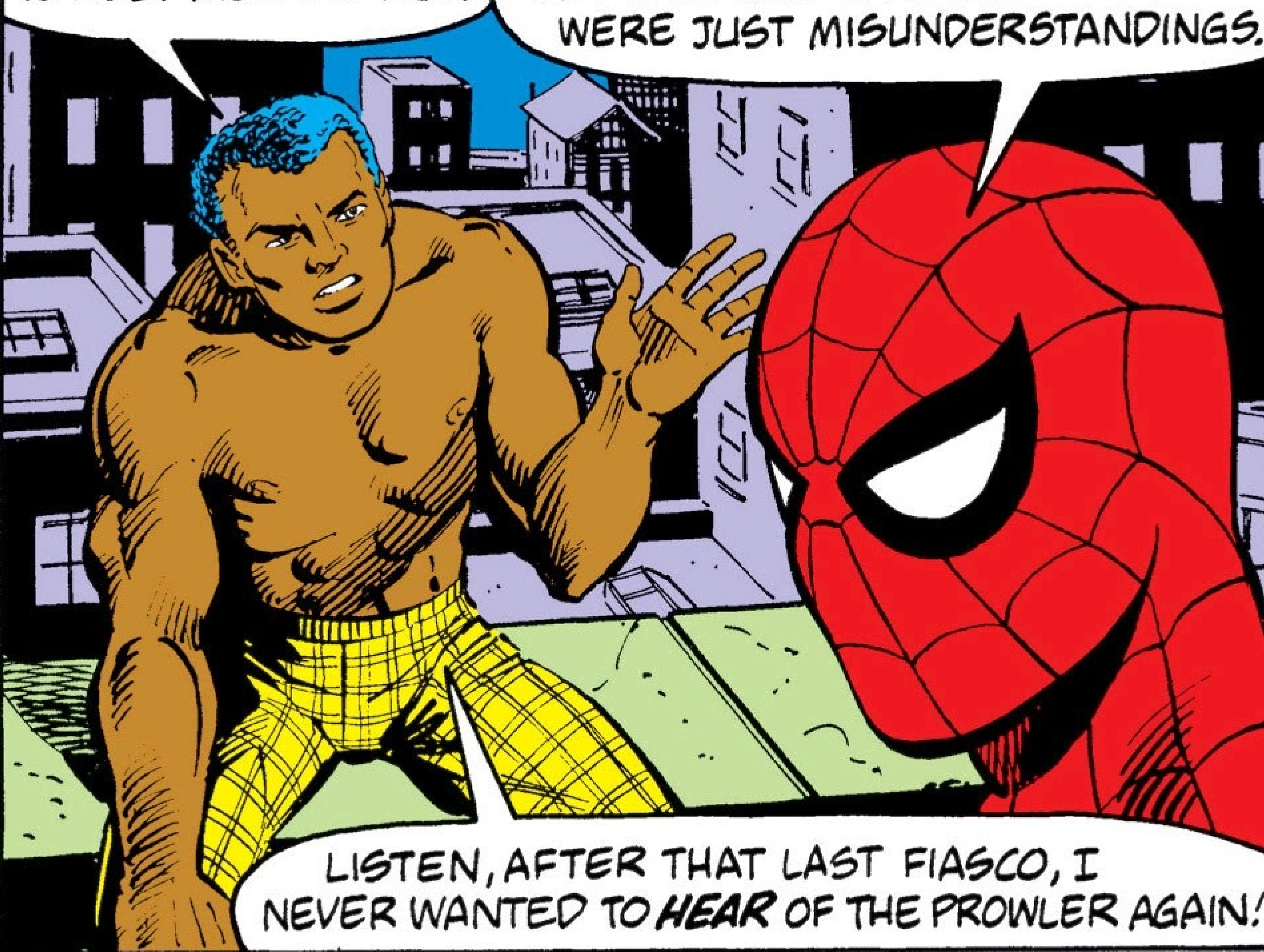

--AND HE MIGHT BE TRYING TO GET BACK AT ME. STILL, I CAN'T IMAGINE HOBIE KILLING SOMEBODY!
WELL, THERE'S ONE SURE WAY TO GET SOME ANSWERS. I JUST HOPE--


"-- HIS ADDRESS WAS LISTED CORRECTLY IN THE PHONE BOOK!"
HUNH? WHAT'S WITH THE FLASHIN' RED LIGHT?

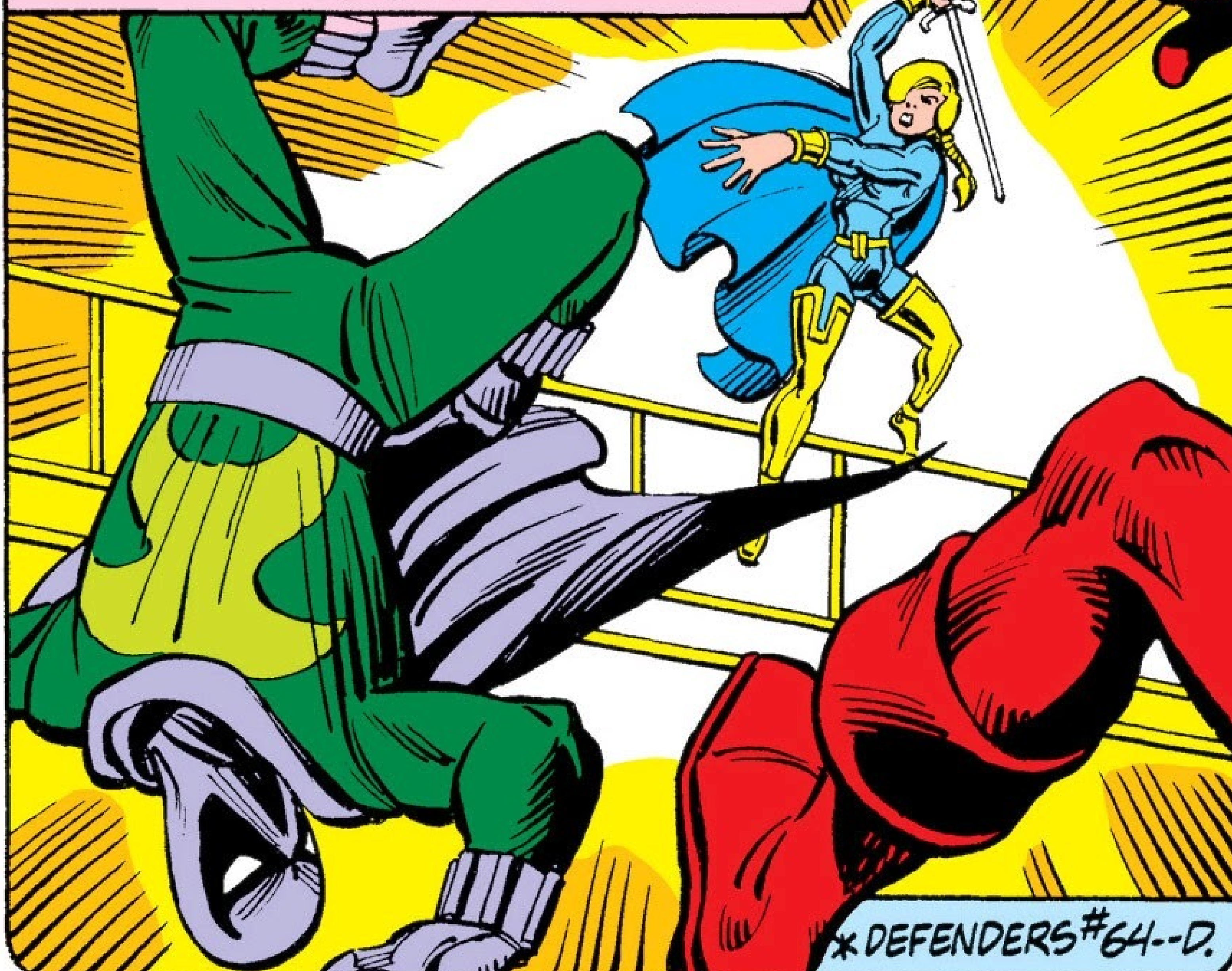

FUNNY! I DON'T SEE ANY POLICE OR FIRE TRUCKS ...BUT WHO ELSE COULD IT BE?
HEY!

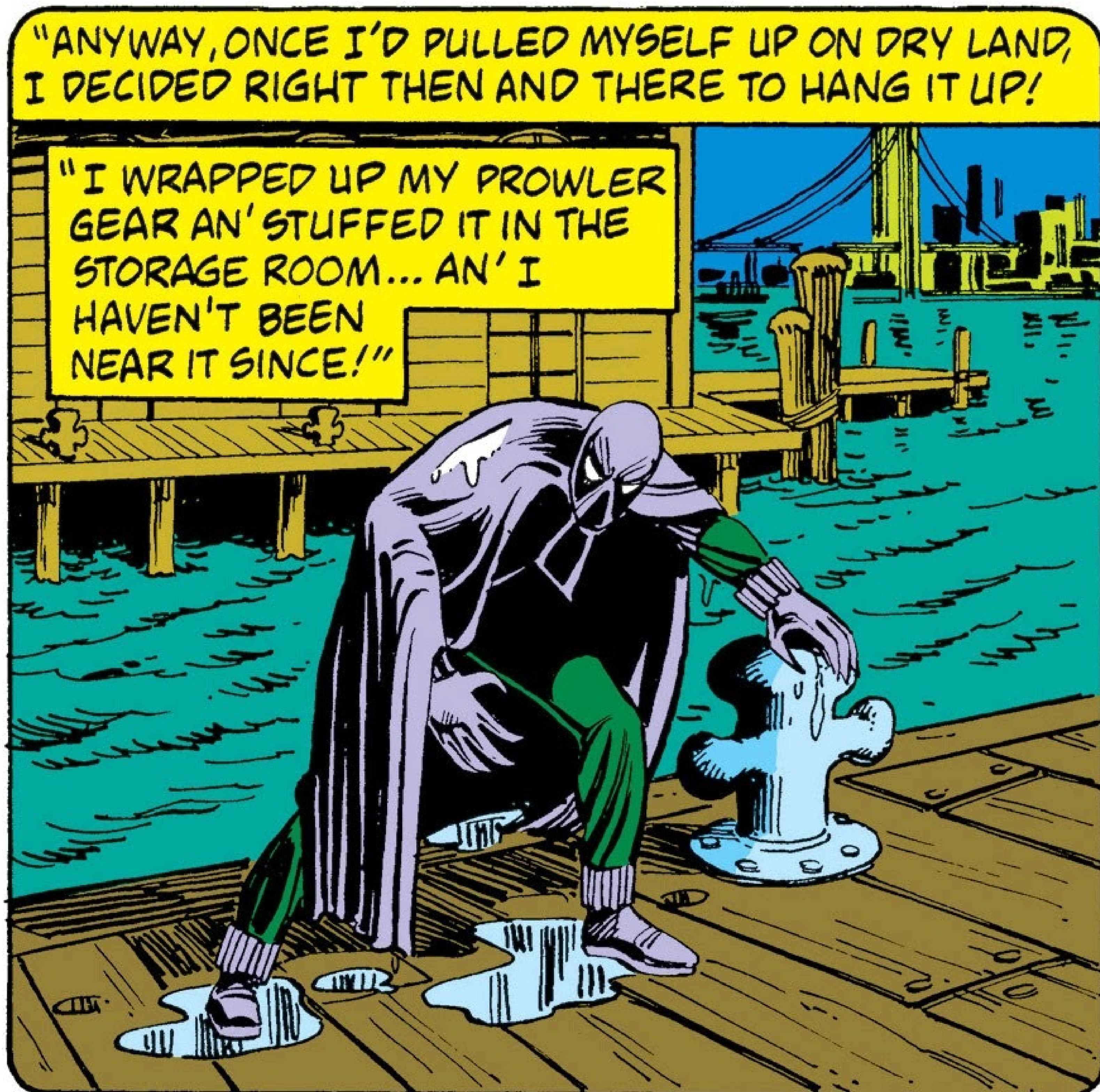

I'M GLAD YOU WERE HOME, BROWN! WE HAVE A LOT OF CATCHING UP TO DO!


NOW, I WANT SOME ANSWERS, AND I WANT THEM STRAIGHT! I WAS FRAMED FOR A MURDER TONIGHT... AND THE FRAME HAD ALL THE MARKINGS OF A PROWLER JOB!
THE PROWLER?! HEY, NO WAY, MAN!

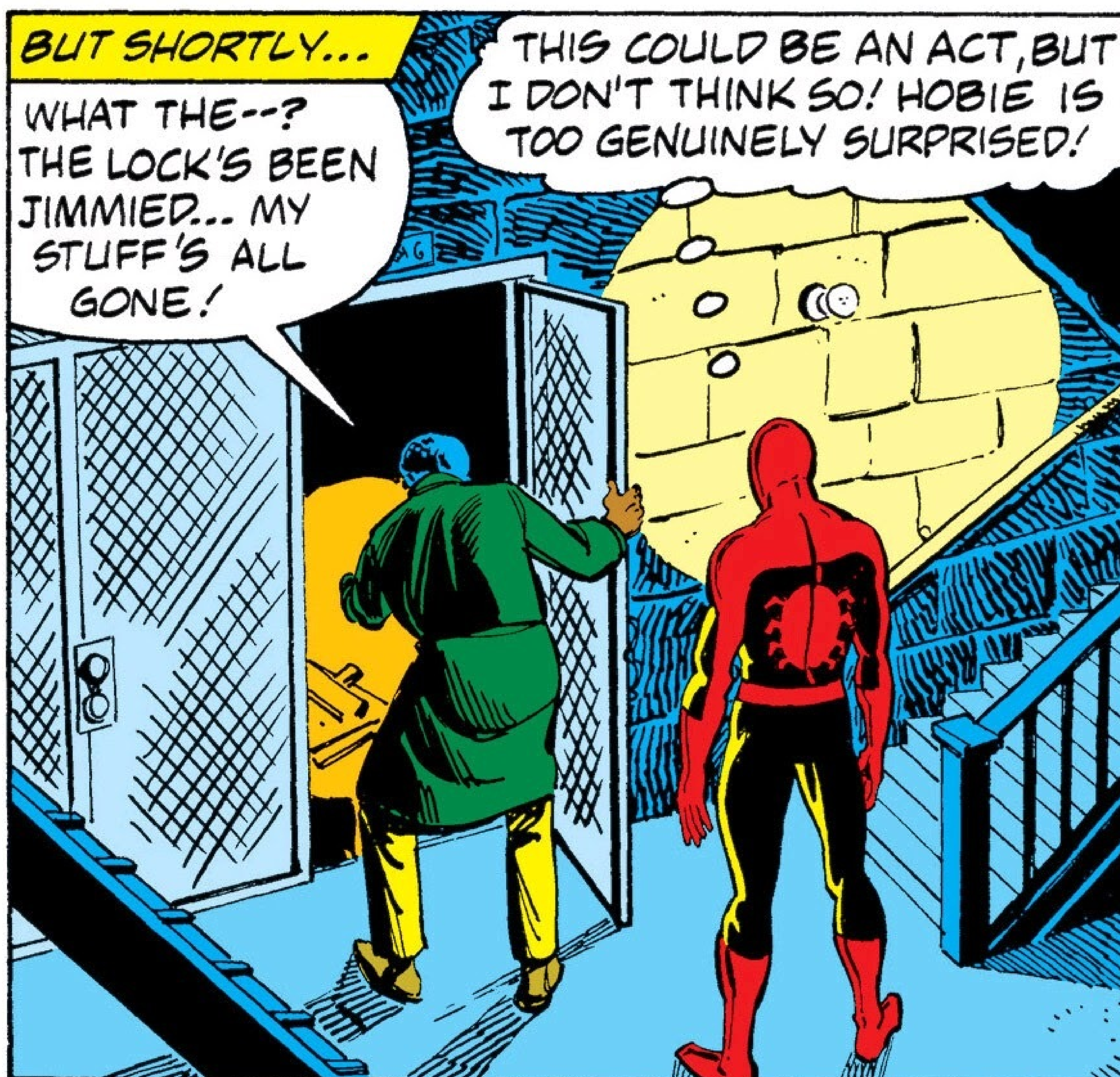

I'M MARRIED NOW. I PUT THE PROWLER TO REST MONTHS AGO.
I'D LIKE TO BELIEVE YOU, HOBIE... I'D LIKE TO THINK THAT THE DIFFERENCES THAT LED TO US WERE JUST MISUNDERSTANDINGS.
LISTEN, AFTER THAT LAST FIASCO, I NEVER WANTED TO HEAR OF THE PROWLER AGAIN!


"YOU MUSTA SEEN THAT SPECIAL THEY RAN ON THE LOCAL TV STATIONS... THE ONE ABOUT THE DEFENDERS!
"WELL, I THOUGHT THAT JOININ' THEM WOULD ESTABLISH ME AS A REAL SUPERDUDE. ONLY PROBLEM WAS, A LOT OF OTHER FOLKS SHOWED UP, TOO.
"WE ALL SHOULD'VE KNOWN BETTER.

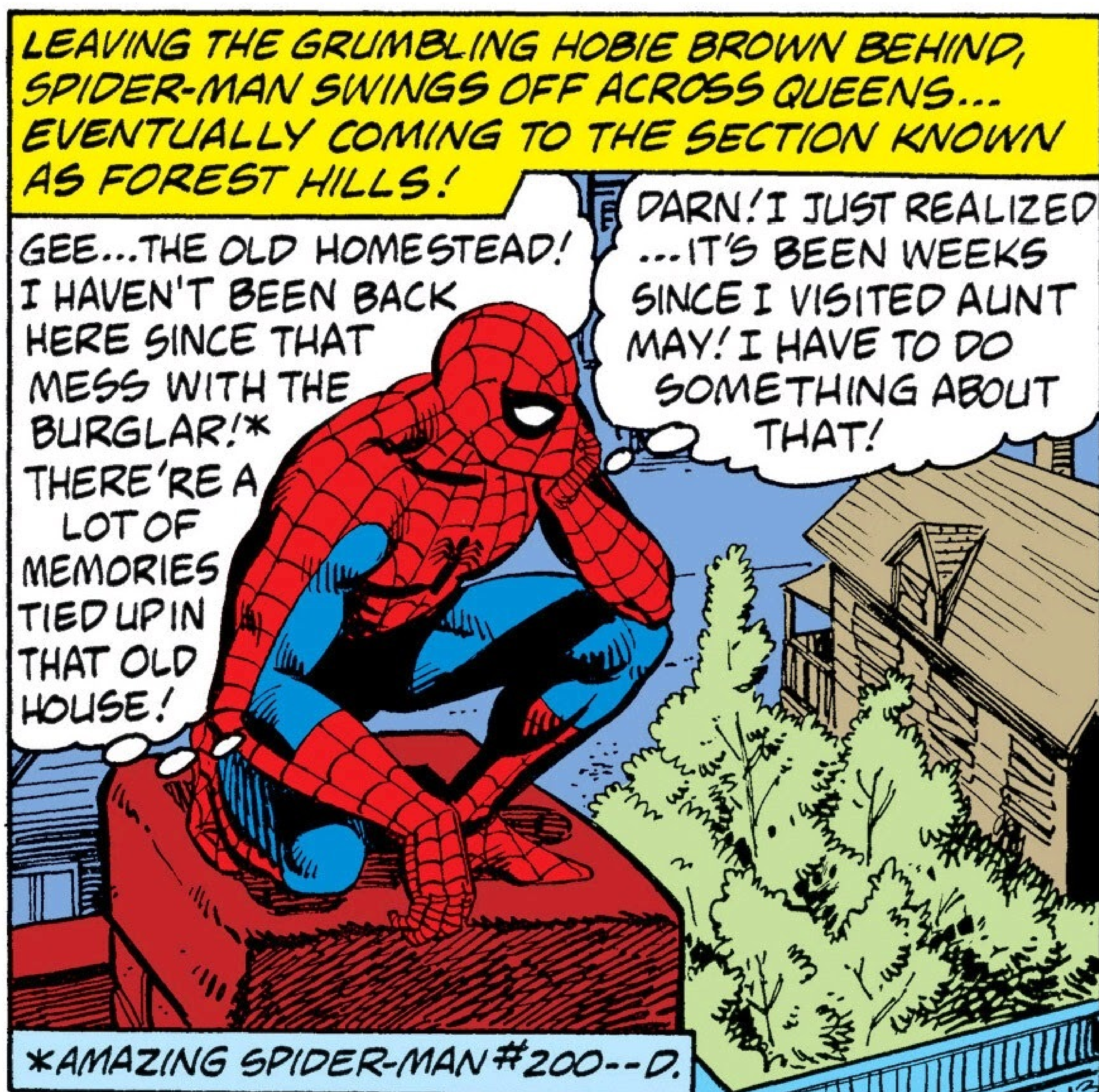

"I MEAN, I'M STILL TRYIN' TO LIVE IT DOWN! AN' MY PART IN THE MESS ENDED PRETTY FAST -- I WAS TOSSED INTO THE HARBOR BY THE VALKYRIE! SHE WAS GOING CRAZY OR SOMETHIN'! *
* DEFENDERS #64 -- D.

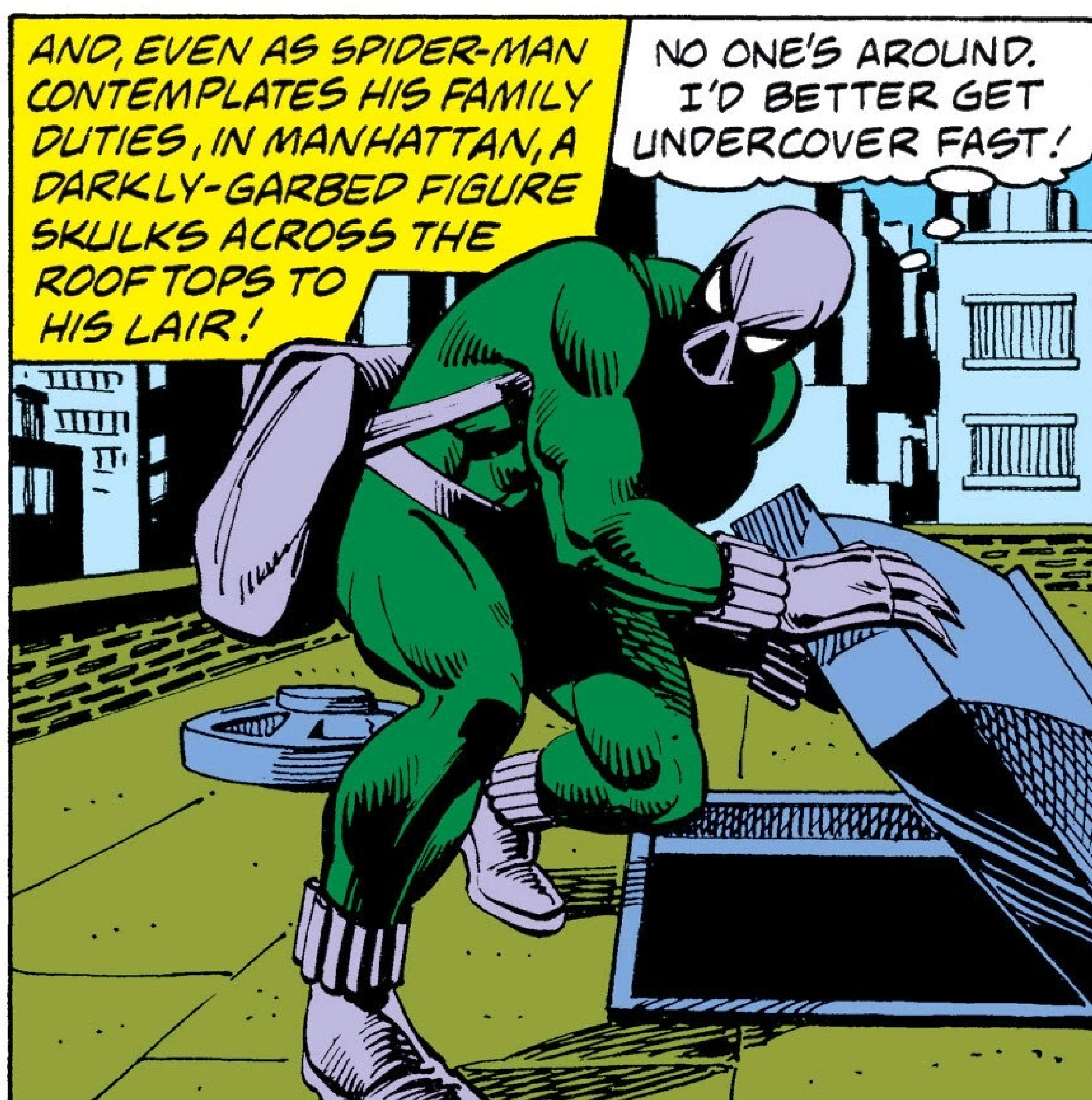

"ANYWAY, ONCE I'D PULLED MYSELF UP ON DRY LAND, I DECIDED RIGHT THEN AND THERE TO HANG IT UP!
"I WRAPPED UP MY PROWLER GEAR AN' STUFFED IT IN THE STORAGE ROOM... AN' I HAVEN'T BEEN NEAR IT SINCE!"


LIKE I SAID, HOBIE-- I'D LIKE TO BELIEVE THAT!
LOOK, MAN, LEMME GRAB A ROBE AND I'LL TAKE YOU DOWN TO THE BASEMENT AND SHOW YOU! MY GEAR MUST BE ALL RUSTED UP BY NOW!


BUT SHORTLY...
WHAT THE--? THE LOCK'S BEEN JIMMIED... MY STUFF'S ALL GONE!
THIS COULD BE AN ACT, BUT I DON'T THINK SO! HOBIE IS TOO GENUINELY SURPRISED!


EVERYTHING--THEY TOOK EVERYTHING! MY TOOLS, MY SCHEMATICS, THE WHOLE SCHMEAR! AND THAT MEANS WHOEVER TOOK IT IS USIN' IT!
WE GOTTA STOP HIM!
NO, NOT WE... ME! YOU WANTED TO GIVE THIS UP, REMEMBER?
I'LL FIND THIS NEW PROWLER. AFTER ALL, I HAVE MORE AT STAKE!


LEAVING THE GRUMBLING HOBIE BROWN BEHIND, SPIDER-MAN SWINGS OFF ACROSS QUEENS... EVENTUALLY COMING TO THE SECTION KNOWN AS FOREST HILLS!
GEE... THE OLD HOMESTEAD! I HAVEN'T BEEN BACK HERE SINCE THAT MESS WITH THE BURGLAR!* THERE'RE A LOT OF MEMORIES TIED UP IN THAT OLD HOUSE!
DARN! I JUST REALIZED ...IT'S BEEN WEEKS SINCE I VISITED AUNT MAY! I HAVE TO DO SOMETHING ABOUT THAT!
*AMAZING SPIDER-MAN #200--D.


AND, EVEN AS SPIDER-MAN CONTEMPLATES HIS FAMILY DUTIES, IN MANHATTAN, A DARKLY-GARBED FIGURE SKULKS ACROSS THE ROOF TOPS TO HIS LAIR!
NO ONE'S AROUND. I'D BETTER GET UNDERCOVER FAST!

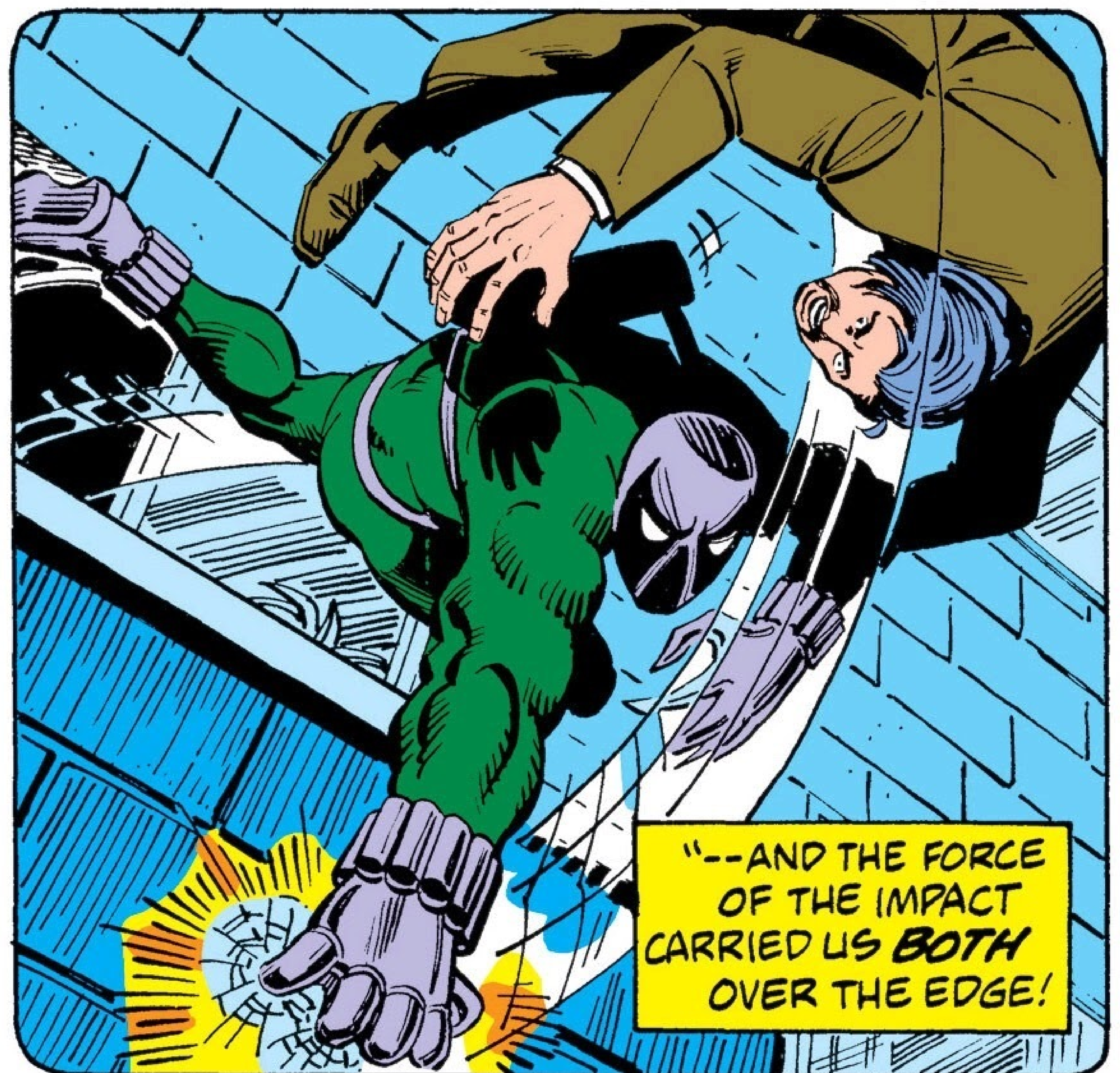
WHAT A NIGHT-- ONE BAD BREAK AFTER ANOTHER!
FIRST, THAT BODY-GUARD HAD TO PLAY HERO... AND NOW, I CAN'T FIND A FENCE IN TOWN WHO'LL HANDLE MY LOOT!
I WONDER WHAT THE COPS ARE DOIN' ABOUT THIS MESS? I BETTER CHECK THE POLICE BAND!
KLIK! ALL UNITS BE ON THE LOOKOUT FOR SPIDER-MAN... WANTED IN CONNECTION WITH THE POWERS ARMS KILLING!
WHAT?! THEY'RE BLAMIN' SPIDER-MAN?
THAT'S BAD... BAD! IF I KNOW HIM, HE'LL BE LOOKIN' FOR ME! I GOTTA GET OUT OF TOWN!
YOU'RE NOT GOING ANYWHERE!
WHO?
WHO DID YOU EXPECT, PROWLER? I DO PAY THE RENT ON THIS PLACE AFTER ALL!
I HELPED SET YOU BACK UP IN BUSINESS, RED! I OWN YOU... RIGHT DOWN TO YOUR SOCKS!
LOOK, BELLADONNA, I AGREED TO PULL THE JOBS YOU WANTED-- THE WAY YOU WANTED-- BUT YOU NEVER MENTIONED THAT SPIDER-MAN MIGHT GET INVOLVED!
AND HE'S ONE GUY I DON'T WANNA MESS WITH AGAIN!
I MUST ADMIT THAT THE SPIDER-MAN ANGLE WAS UNEXPECTED... BUT I THINK WE CAN USE IT TO GOOD ADVANTAGE!
NO, DON'T TRY ANYTHING, MY FRIEND! I SEE THOSE MUSCLES TENSING... JUST RELAX!
NOW, SUPPOSE YOU TELL ME EXACTLY WHAT HAPPENED TONIGHT!
I DID JUST WHAT YOU SAID... KNOCKED OVER A BUNCH OF FASHION DESIGNERS' HOMES, THEN WENT TO THE VAUGHN-POPE DAME'S PLACE AND WAITED FOR HER TO COME HOME!
BUT YOU NEVER MENTIONED THAT SHE HAD A TRIGGER-HAPPY BODYGUARD!
"ANYWAY, I SPLIT OUT ONTO THE BALCONY WHEN THE LEAD STARTED TO FLY. I WOULDA GOTTEN AWAY, TOO...

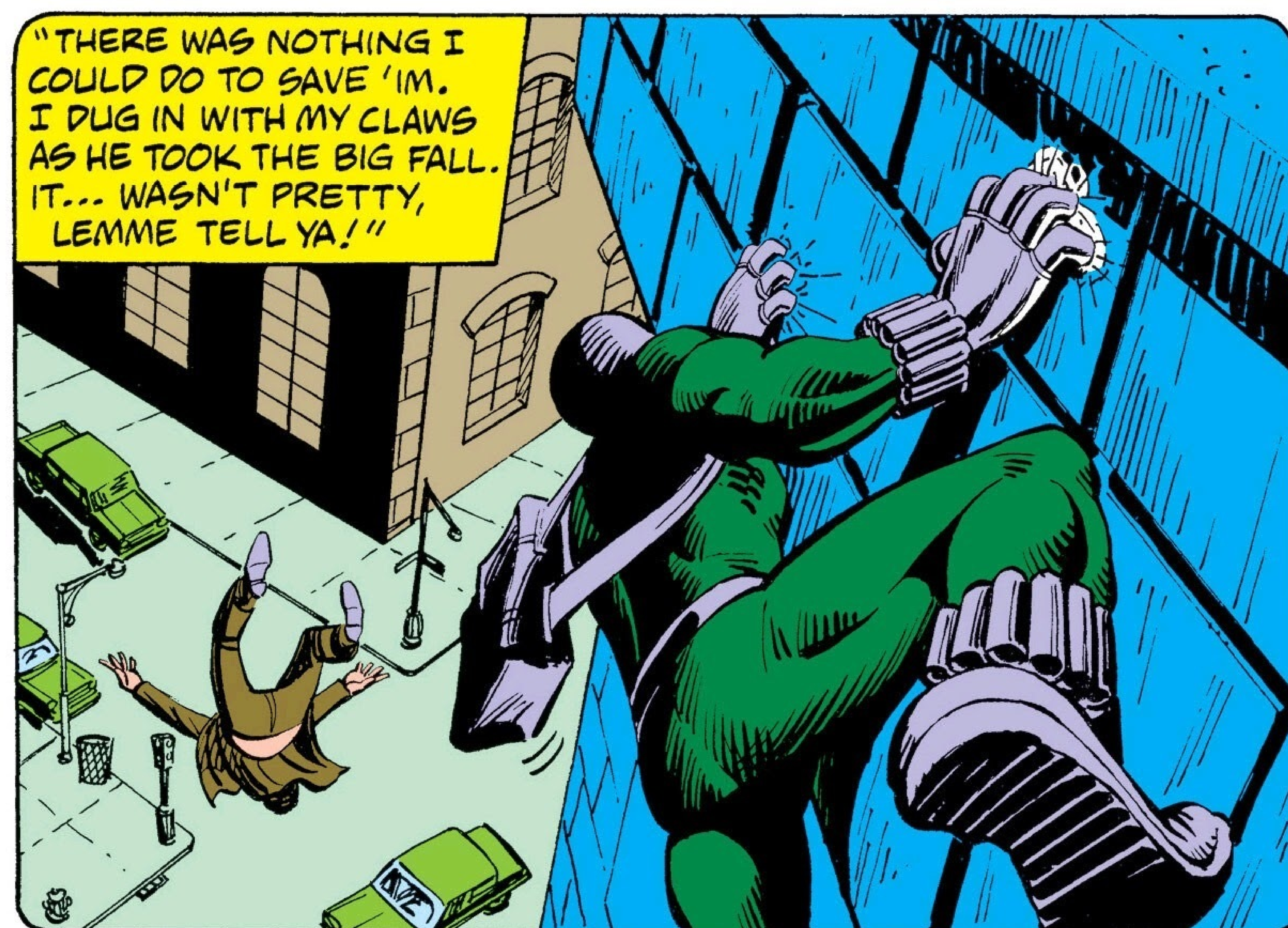

...BUT THE IDIOT FOLLOWED ME! HE HAD THE DROP ON ME GOOD!
HOLD IT, PALLY! ONE MOVE, AND YOU'RE A DEAD MAN!


"I WASN'T ABOUT TO LET MYSELF BE TAKEN! HE WAS FAST, SURE-- BUT I WAS FASTER! AND HE DIDN'T KNOW MY WRIST-BANDS FIRED HIGH-VELOCITY FLECH-ETTES!


"I SHOT THE HEATER RIGHT OUTTA HIS HAND. I FIGURED THAT WOULD END IT RIGHT THERE--


"--BUT THEN, THE FOOL JUMPED ME! I WAS ALMOST OFF THE BALCONY WHEN HE CONNECTED--

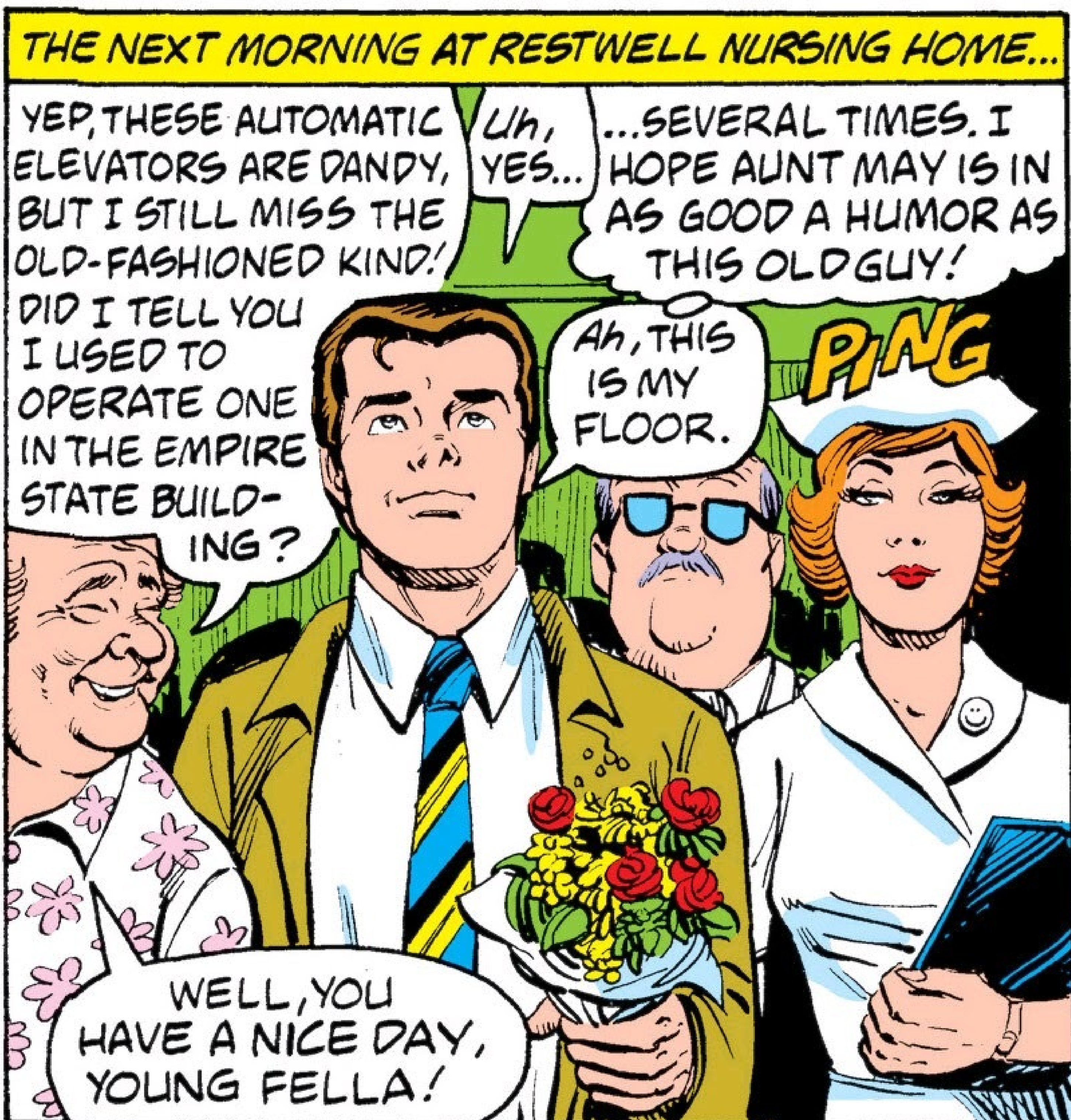

"--AND THE FORCE OF THE IMPACT CARRIED US BOTH OVER THE EDGE!

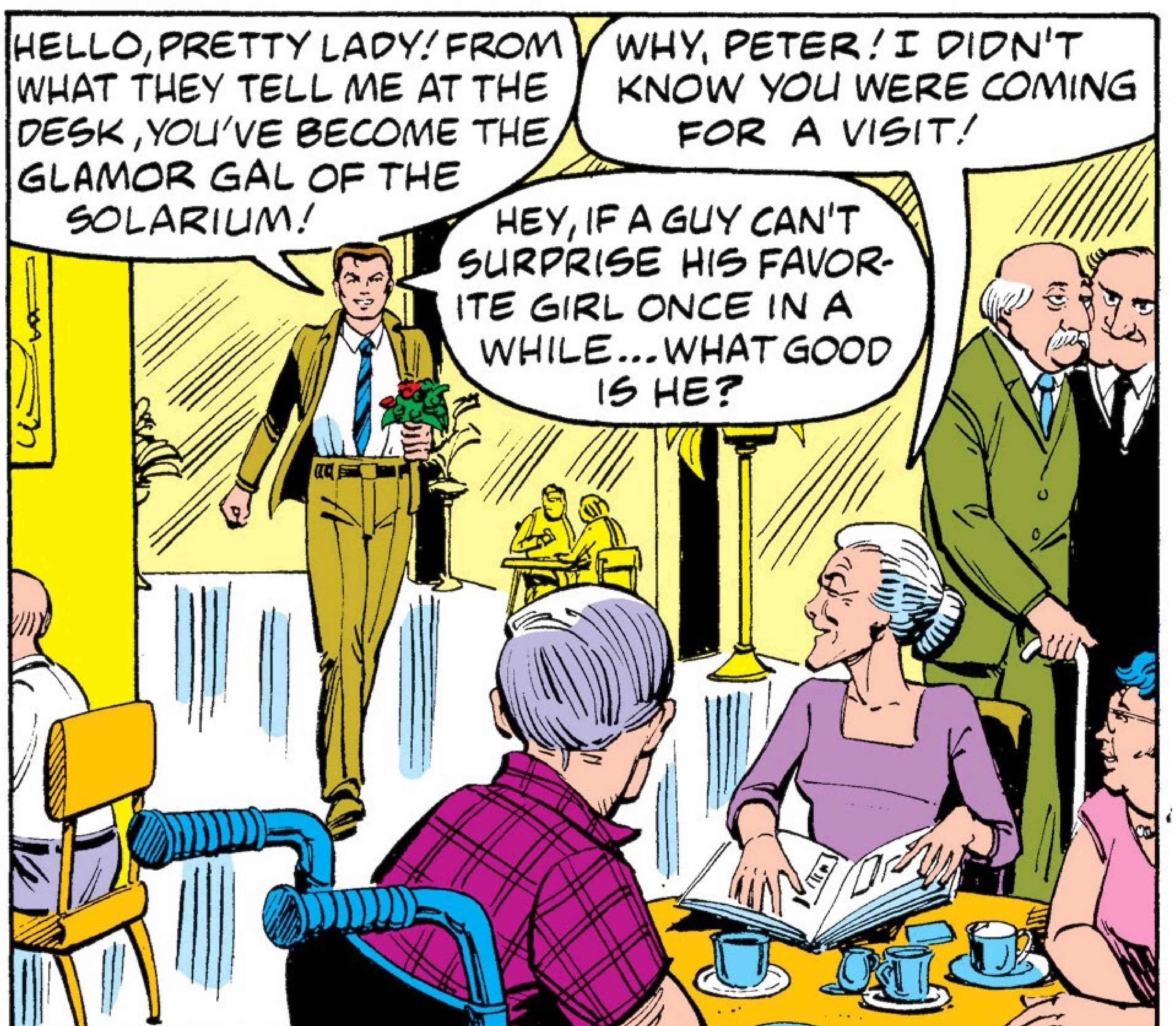

"THERE WAS NOTHING I COULD DO TO SAVE 'IM. I DUG IN WITH MY CLAWS AS HE TOOK THE BIG FALL. IT... WASN'T PRETTY, LEMME TELL YA!"


YOU SEEM UPSET BY WHAT HAPPENED.
I'M NO ANGEL, LADY... BUT I NEVER KILLED ANYBODY BEFORE! SURE, IT WAS AN ACCIDENT, BUT THEY'LL STILL CALL IT "MURDER DURING THE COM-MISSION OF A FELONY"--
--AND THAT'S FIRST DEGREE! IF I'M CAUGHT, IT'S ALL OVER FOR ME!

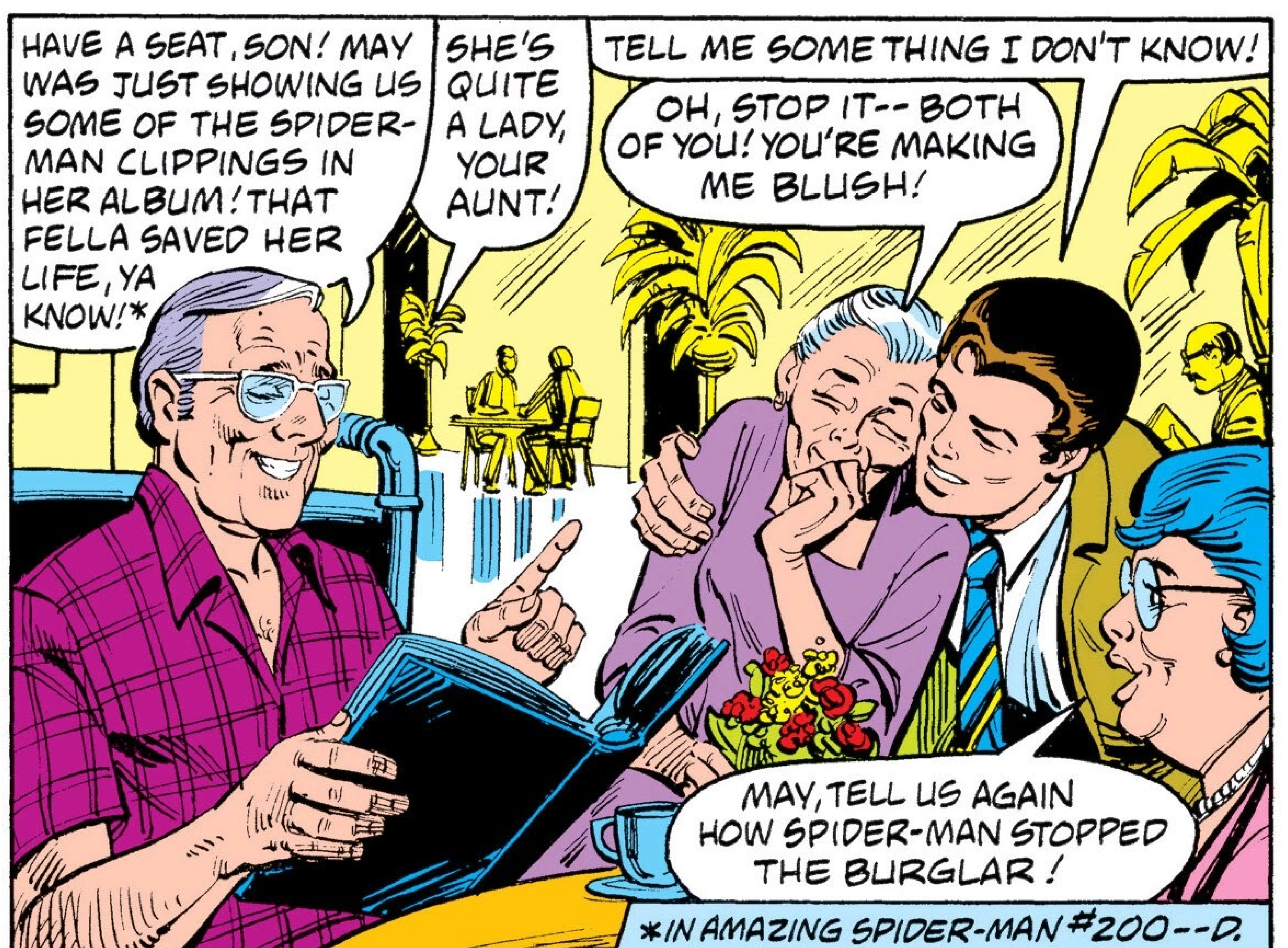

EXACTLY! WHICH IS WHY YOU WILL DO WHAT I SAY! THAT'S THE ONLY WAY YOU'LL KEEP ME FROM TURNING YOU IN!
AND I WOULDN'T TRY RUNNING OUT, IF I WERE YOU! THERE ARE MANY OTHER UNDERLINGS IN MY EMPLOY... AND THEY'LL BE KEEPING TABS ON YOU! DO I MAKE MYSELF CLEAR?


YEAH... REAL CLEAR.
GOOD! HERE, YOU MAY NEED THIS FOR WHAT YOU'RE GOING TO DO...


THE NEXT MORNING AT RESTWELL NURSING HOME...
YEP, THESE AUTOMATIC ELEVATORS ARE DANDY, BUT I STILL MISS THE OLD-FASHIONED KIND! DID I TELL YOU I USED TO OPERATE ONE IN THE EMPIRE STATE BUILDING?
Uh, YES...
...SEVERAL TIMES. I HOPE AUNT MAY IS IN AS GOOD A HUMOR AS THIS OLD GUY!
Ah, THIS IS MY FLOOR.
PING
WELL, YOU HAVE A NICE DAY, YOUNG FELLA!

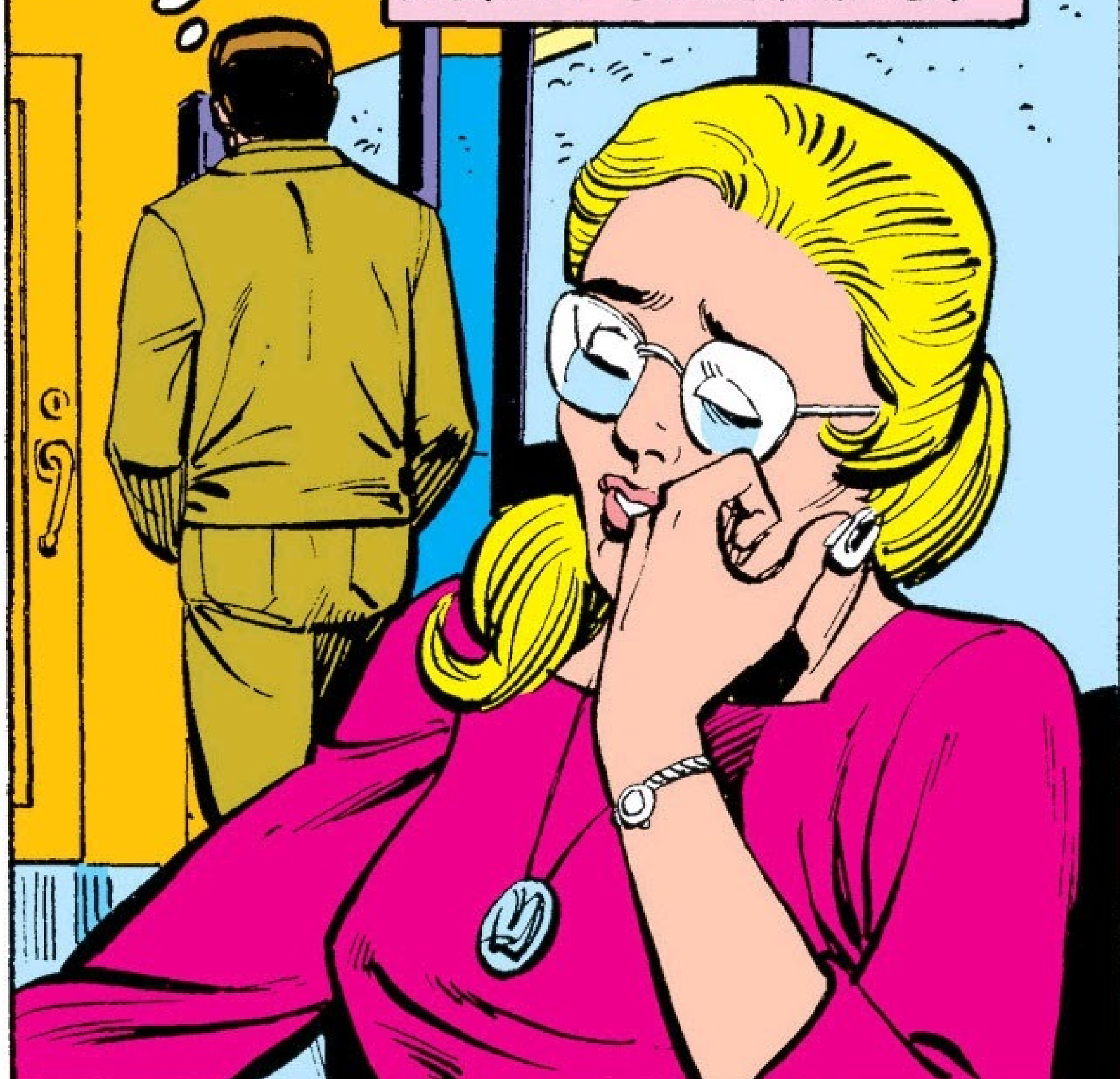

HELLO, PRETTY LADY! FROM WHAT THEY TELL ME AT THE DESK, YOU'VE BECOME THE GLAMOR GAL OF THE SOLARIUM!
WHY, PETER! I DIDN'T KNOW YOU WERE COMING FOR A VISIT!
HEY, IF A GUY CAN'T SURPRISE HIS FAVORITE GIRL ONCE IN A WHILE... WHAT GOOD IS HE?

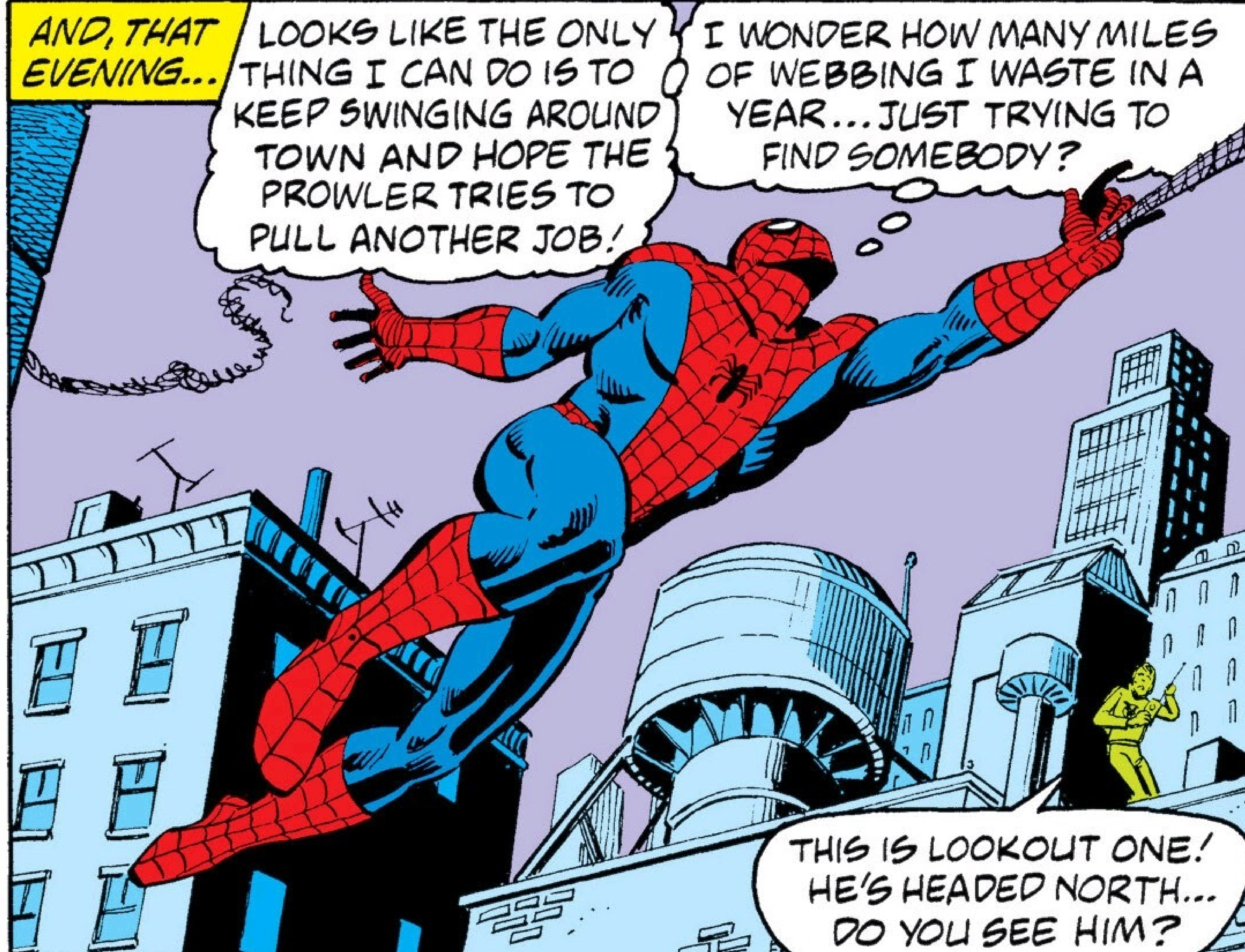

OH... HUSH, YOU! HAVE YOU BEEN TAKING YOUR VITAMINS?
EVERY DAY!
THANK HEAVEN! I HAVEN'T SEEN HER LOOK THIS HAPPY AND SPRY IN YEARS!

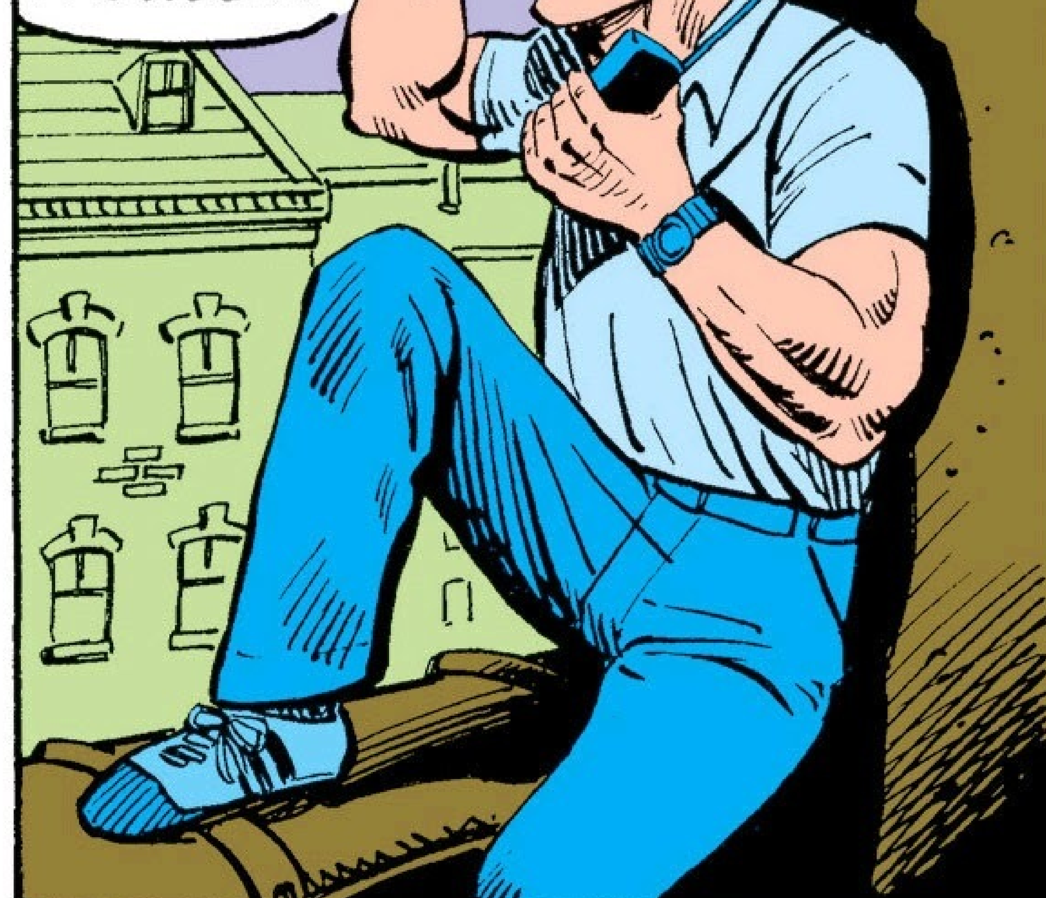

HAVE A SEAT, SON! MAY WAS JUST SHOWING US SOME OF THE SPIDER-MAN CLIPPINGS IN HER ALBUM! THAT FELLA SAVED HER LIFE, YA KNOW!*
SHE'S QUITE A LADY, YOUR AUNT!
TELL ME SOME THING I DON'T KNOW!
OH, STOP IT-- BOTH OF YOU! YOU'RE MAKING ME BLUSH!
MAY, TELL US AGAIN HOW SPIDER-MAN STOPPED THE BURGLAR!
*IN AMAZING SPIDER-MAN #200--D.

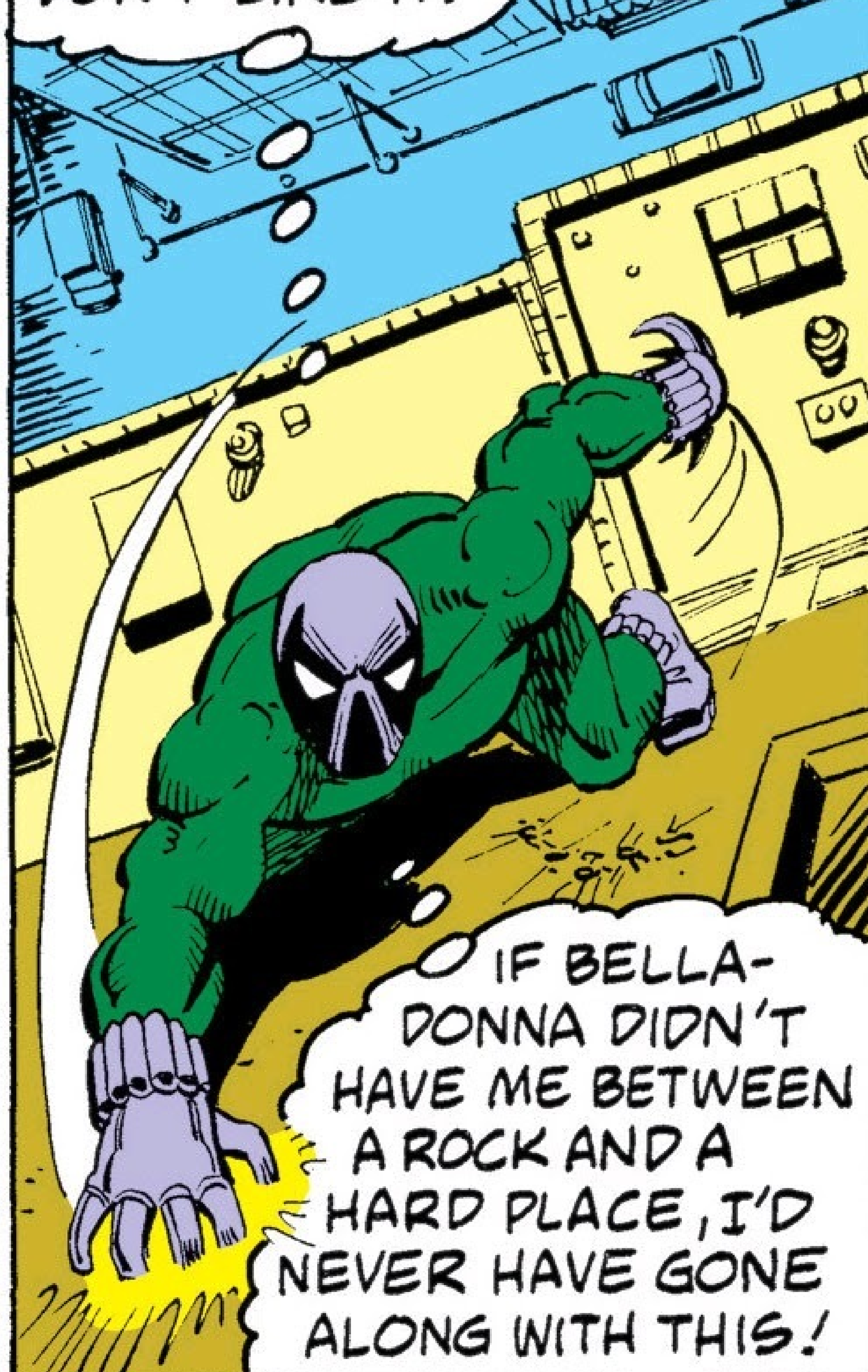

AND, AFTER A BRIEF BUT HAPPY VISIT...
HOW ABOUT THAT! AUNT MAY'S BEEN ALL BUT BRAGGING TO HER FRIENDS ABOUT BEING RESCUED BY SPIDER-MAN!
THAT'S SURE AN IMPROVEMENT FROM THE DAYS WHEN SHE USED TO THINK HE WAS A MONSTER! MAYBE THERE'S HOPE FOR THE WORLD AFTER ALL!


BUT WHEN PETER REACHES HIS OFFICE AT EMPIRE STATE UNIVERSITY, HIS JUBILANT MOOD IS SHATTERED BY A SINGLE HEADLINE!
BOY, JONAH JAMESON DIDN'T WASTE ANY TIME HITTING ON SPIDER-MAN!
Hmm? OH, YEAH... SURE, DEB!
DOES HE EVER?
I HAD A LOVELY TIME LAST NIGHT, PETER. W-WE'LL HAVE TO DO IT AGAIN SOON... MY TREAT!
BLAST IT, I HAVE TO FIND THIS NEW PROWLER! IF SPIDER-MAN IS BECOMING A HERO TO AUNT MAY, I CAN'T HAVE IT RUINED FOR HER!
DAILY BUGLE
HE'S AT IT AGAIN
RECEPTIONIST

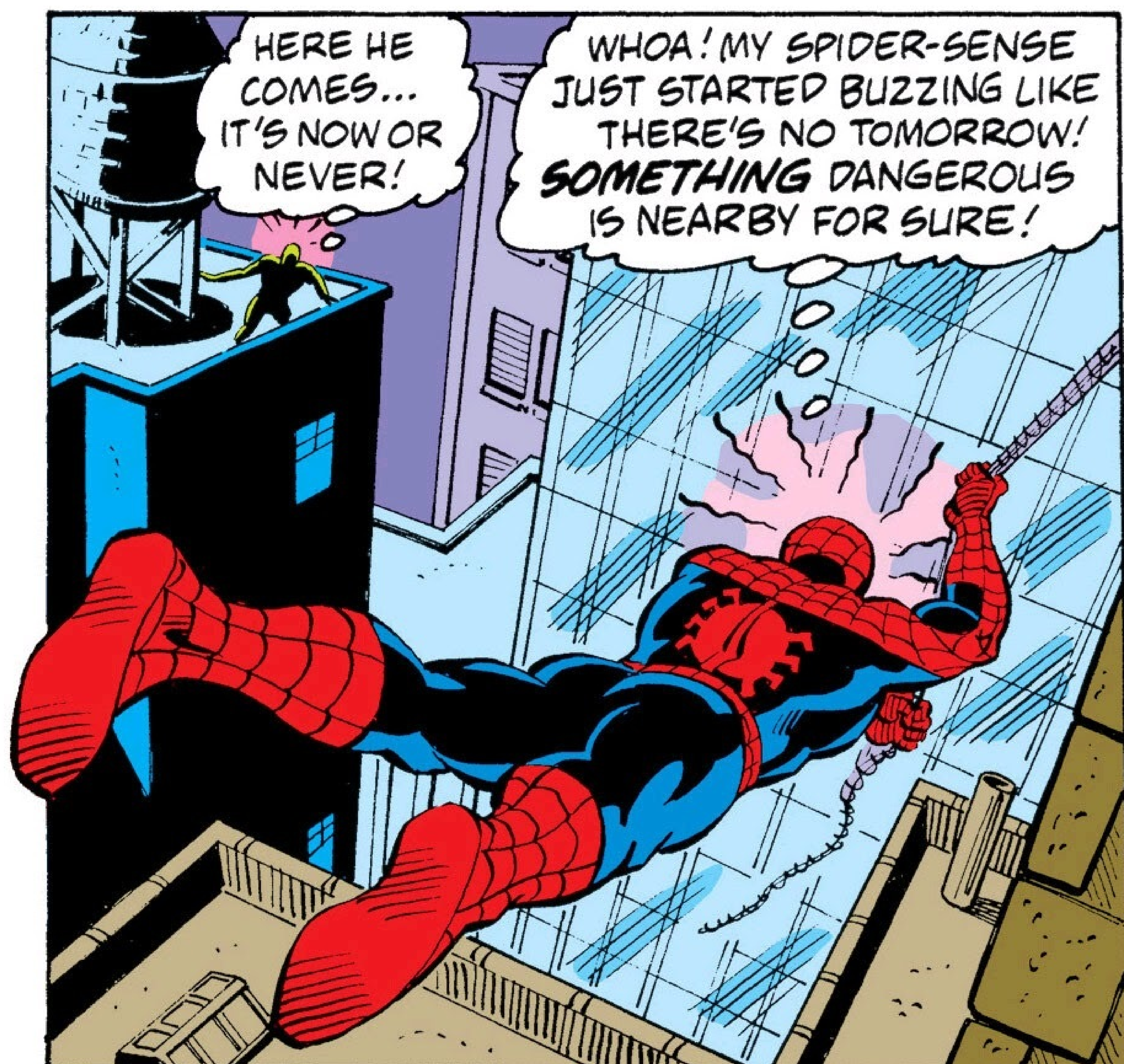

BUT HOW DO I FIND HIM? HOW?!
LOST IN THOUGHT, PETER WALKS OFF... OBLIVIOUS TO THE SOUND OF ONE HEART BREAKING.


AND, THAT EVENING...
LOOKS LIKE THE ONLY THING I CAN DO IS TO KEEP SWINGING AROUND TOWN AND HOPE THE PROWLER TRIES TO PULL ANOTHER JOB!
I WONDER HOW MANY MILES OF WEBBING I WASTE IN A YEAR... JUST TRYING TO FIND SOMEBODY?
THIS IS LOOKOUT ONE! HE'S HEADED NORTH... DO YOU SEE HIM?

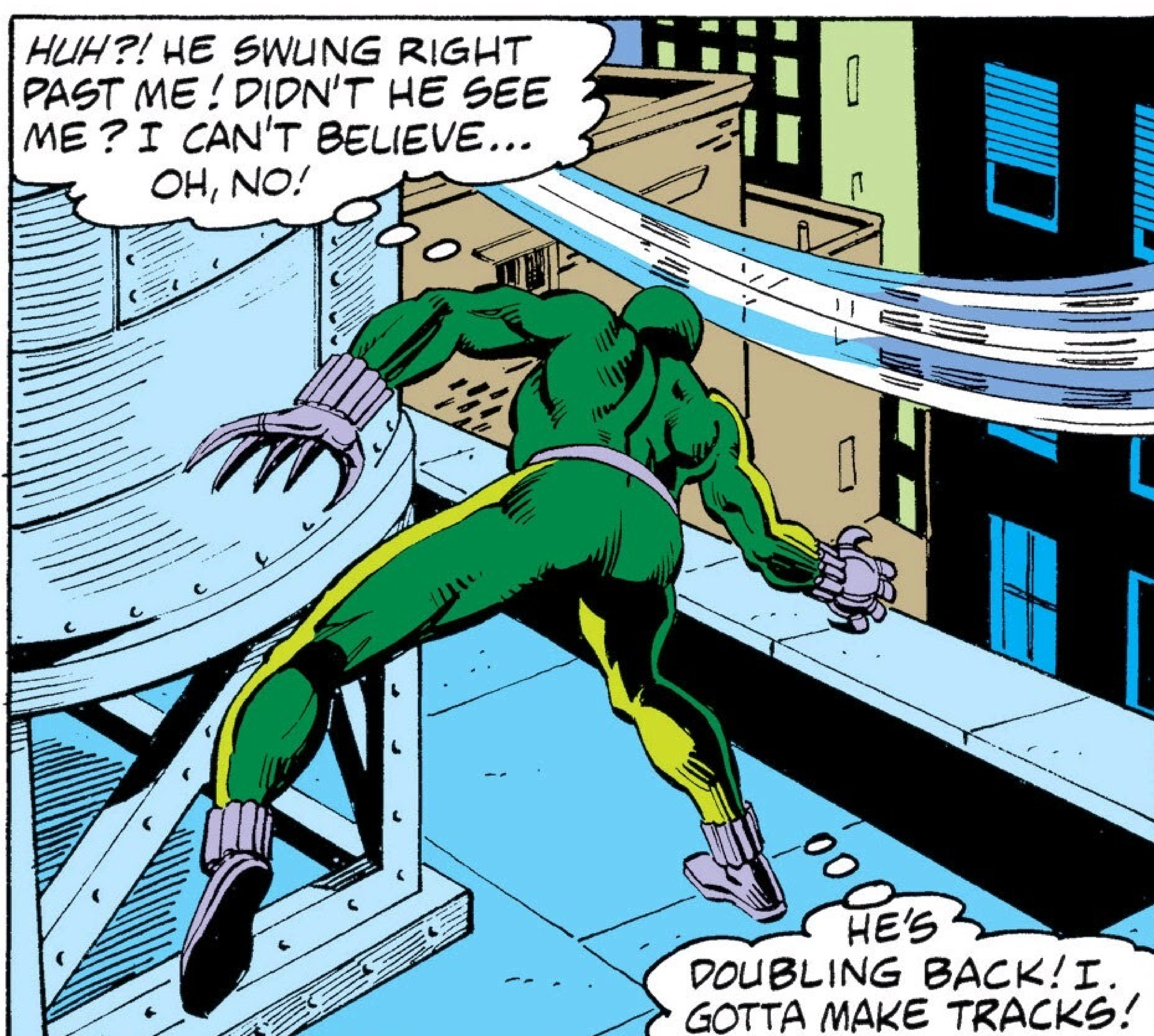
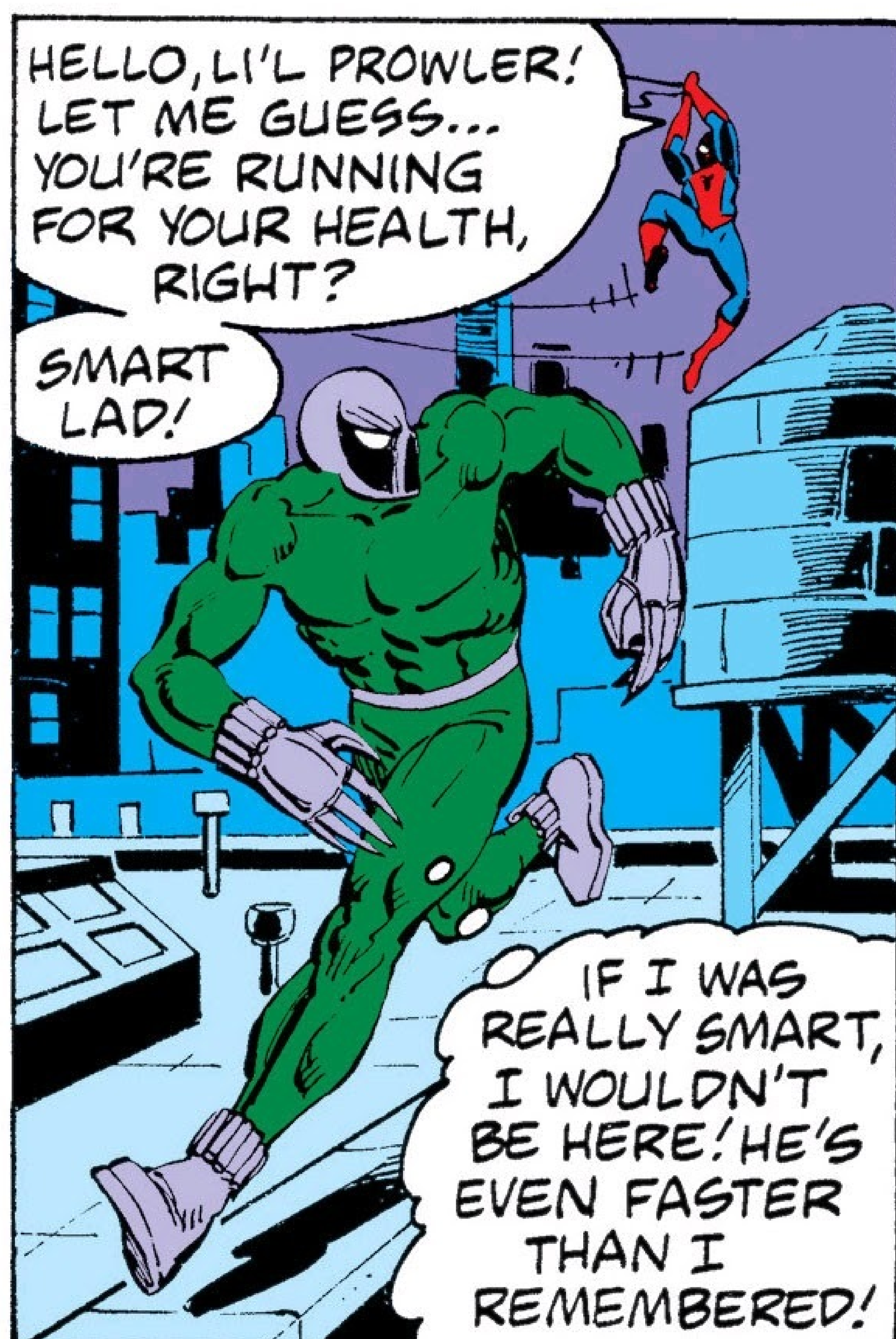
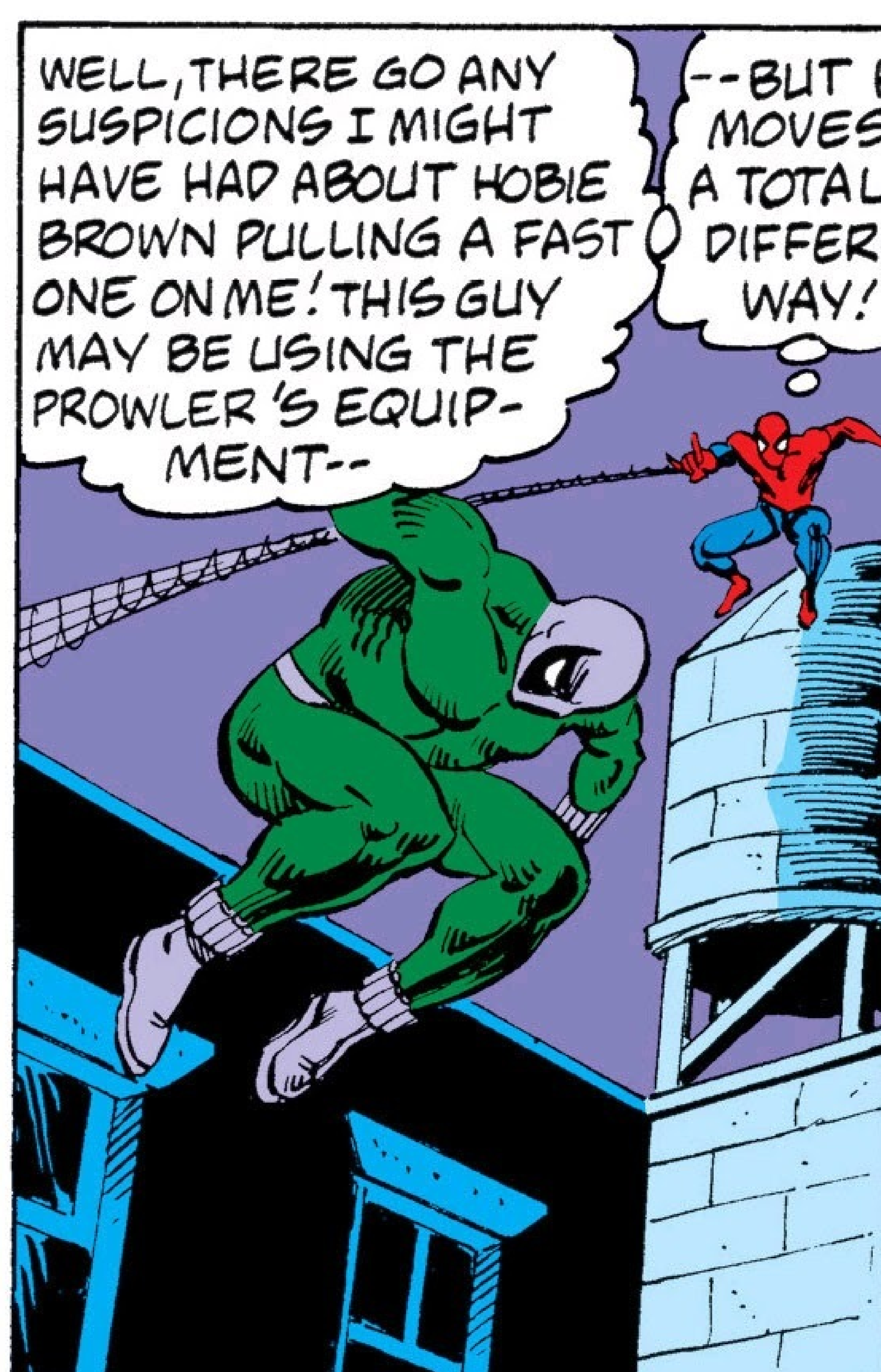
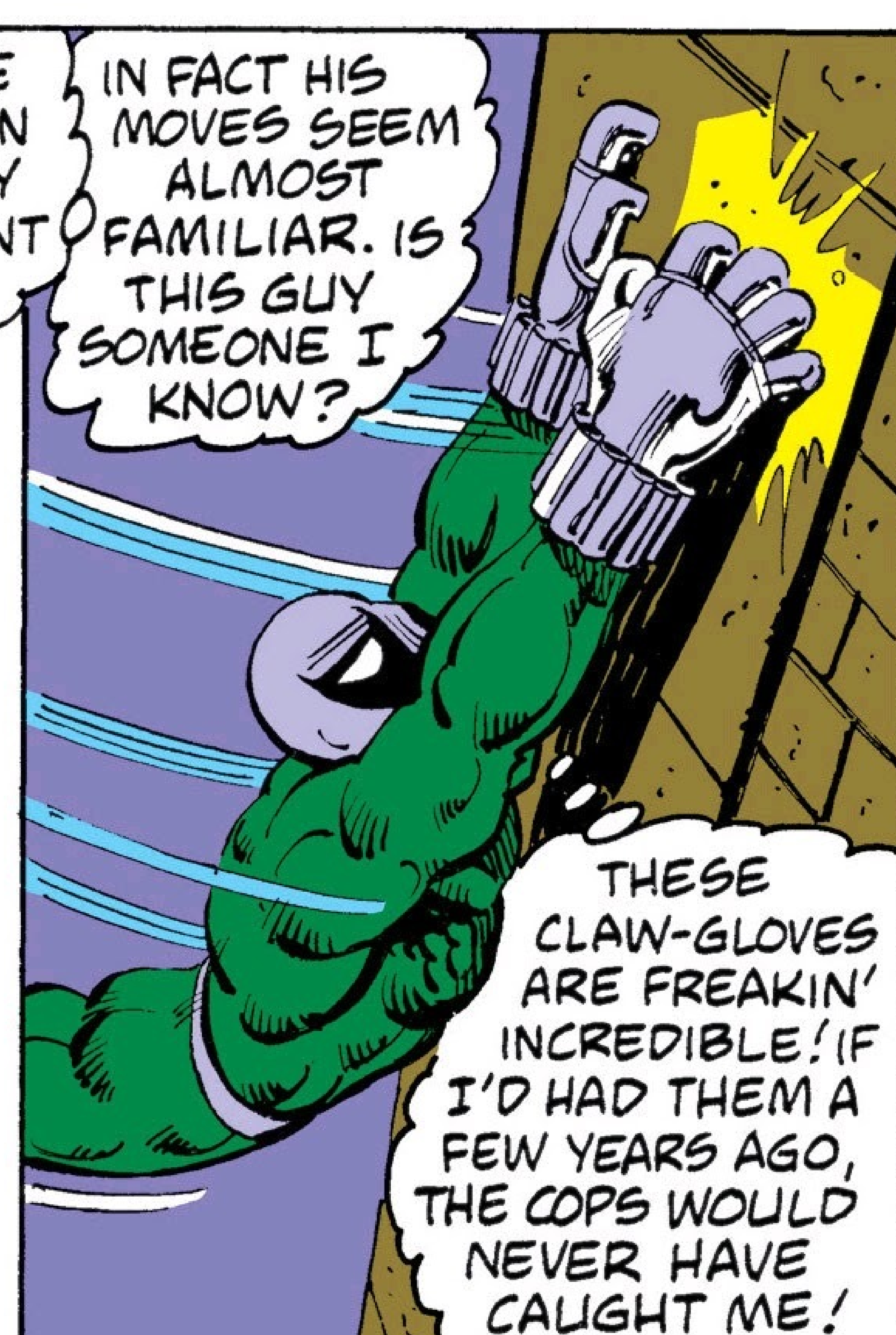

LOOKOUT TWO HERE... YEAH! HE'LL BE COMING INTO TARGET AREA "C" IN ABOUT FIVE MINUTES! HE'S ALL YOURS, PROWLER!
CHECK! I'M MOVING INTO POSITION NOW...


...BUT I STILL DON'T LIKE IT!
IF BELLA-DONNA DIDN'T HAVE ME BETWEEN A ROCK AND A HARD PLACE, I'D NEVER HAVE GONE ALONG WITH THIS!


JUST THINKING ABOUT GOING UP AGAINST SPIDER-MAN GIVES ME THE WILLIES! THIS PLAN IS NEVER GONNA WORK... BUT I HAVE NO CHOICE. I HAVE TO SEE IT THROUGH.


HERE HE COMES... IT'S NOW OR NEVER!
WHOA! MY SPIDER-SENSE JUST STARTED BUZZING LIKE THERE'S NO TOMORROW! SOMETHING DANGEROUS IS NEARBY FOR SURE!

PTAKK
WHOOPS-- THAT WAS CLOSE! SOMEBODY'S A PRETTY GOOD SHOT! IF IT WEREN'T FOR MY EVER-LOVIN' REFLEXES, I'D BE IN GREAT PAIN RIGHT NOW!

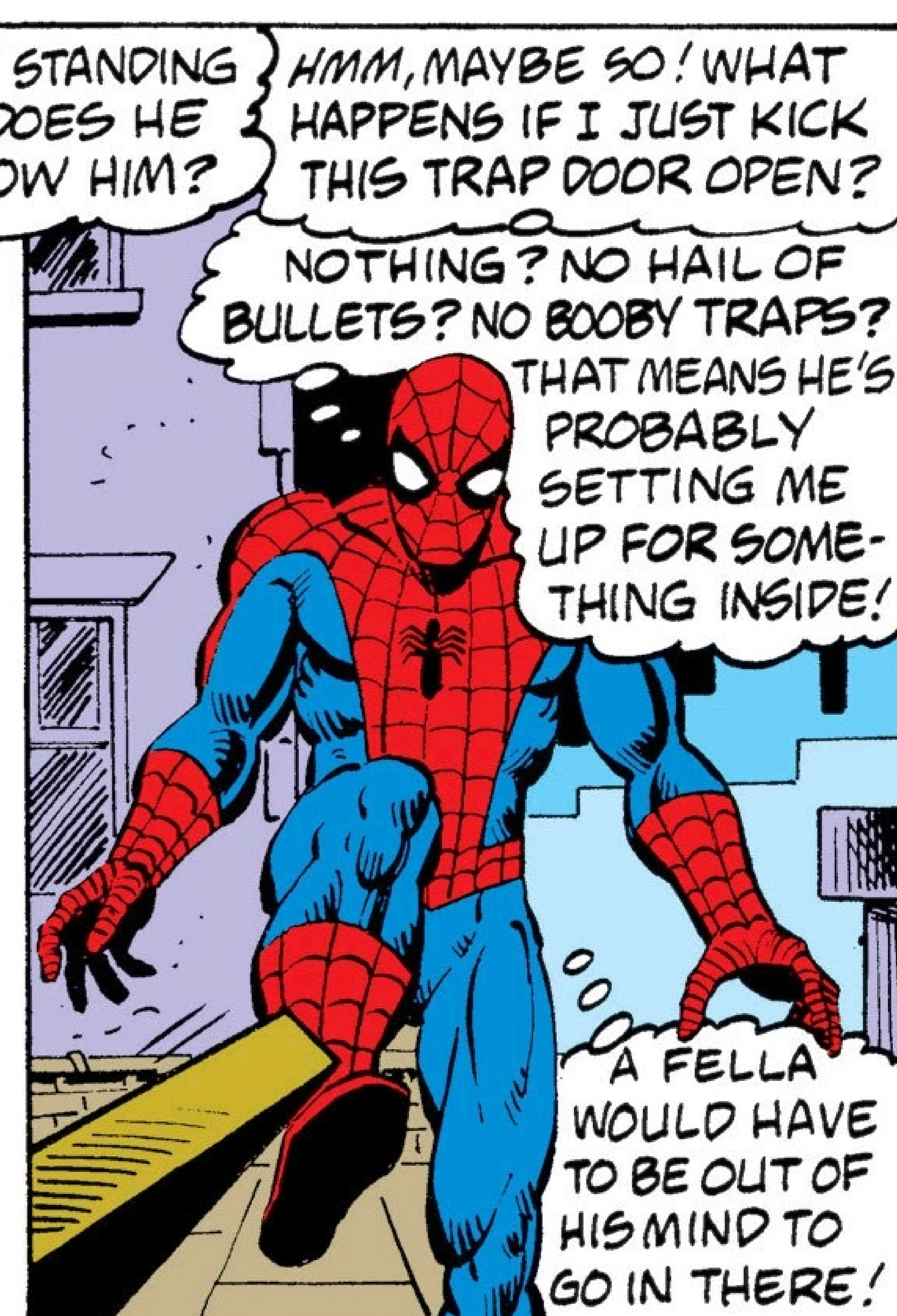
IT'S HARD TO TELL AT THE SPEED IT WAS TRAVELING, BUT THAT DIDN'T HAVE THE LOOK OF YOUR ORDINARY BULLET!
UNLESS I MISS MY GUESS, I'VE LUCKED ACROSS THE PROWLER! FIRST ORDER OF BUSINESS IS TO GIVE MY MAN A HARDER TARGET!

HUH?! HE SWUNG RIGHT PAST ME! DIDN'T HE SEE ME? I CAN'T BELIEVE... OH, NO!
HE'S DOUBLING BACK! I. GOTTA MAKE TRACKS!

HELLO, LI'L PROWLER! LET ME GUESS... YOU'RE RUNNING FOR YOUR HEALTH, RIGHT?
SMART LAD!
IF I WAS REALLY SMART, I WOULDN'T BE HERE! HE'S EVEN FASTER THAN I REMEMBERED!

WELL, THERE GO ANY SUSPICIONS I MIGHT HAVE HAD ABOUT HOBIE BROWN PULLING A FAST ONE ON ME! THIS GUY MAY BE USING THE PROWLER'S EQUIPMENT--
--BUT HE MOVES IN A TOTALLY DIFFERENT WAY!

IN FACT HIS MOVES SEEM ALMOST FAMILIAR. IS THIS GUY SOMEONE I KNOW?
THESE CLAW-GLOVES ARE FREAKIN' INCREDIBLE! IF I'D HAD THEM A FEW YEARS AGO, THE COPS WOULD NEVER HAVE CAUGHT ME!

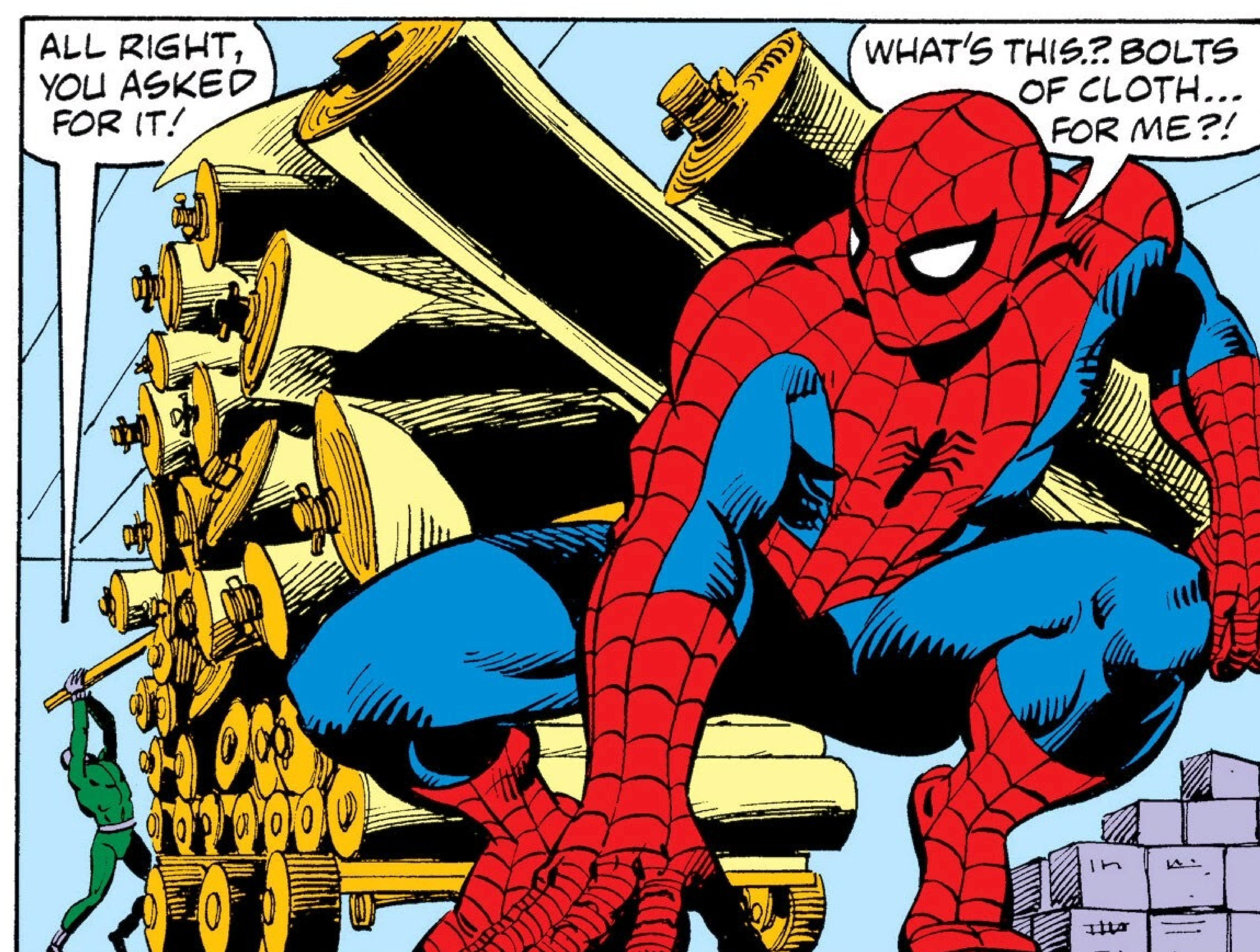

WOW, HE SCAMPERS UP THAT WALL EVEN FASTER THAN HOBIE WOULD HAVE!
STILL, HANGING ONTO A WALL WITH SOMETHING MECHANICAL HAS TO BE TRICKY. I'LL HANG BACK TILL HE GAINS THE ROOF-TOP...I DON'T WANT HIM KILLING HIMSELF!

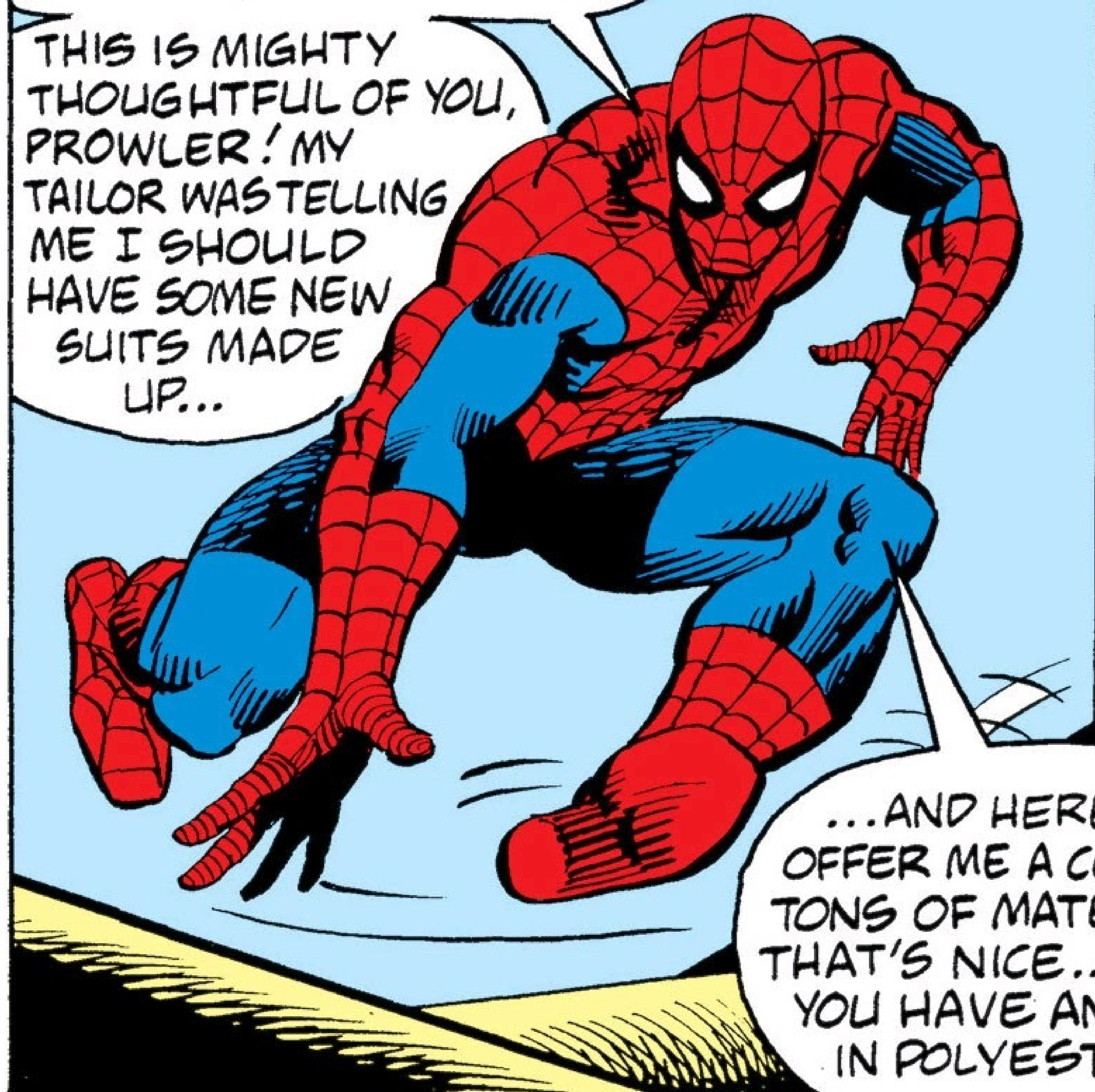
BUT TO THE NERVOUS PROWLER, SPIDER-MAN IS STILL TOO CLOSE!
GOTTA KEEP HIM OFF MY TAIL UNTIL THE RIGHT TIME!
ZOWW

IS THAT NICE, PROWLER? WHAT HAVE I EVER DONE TO YOU?

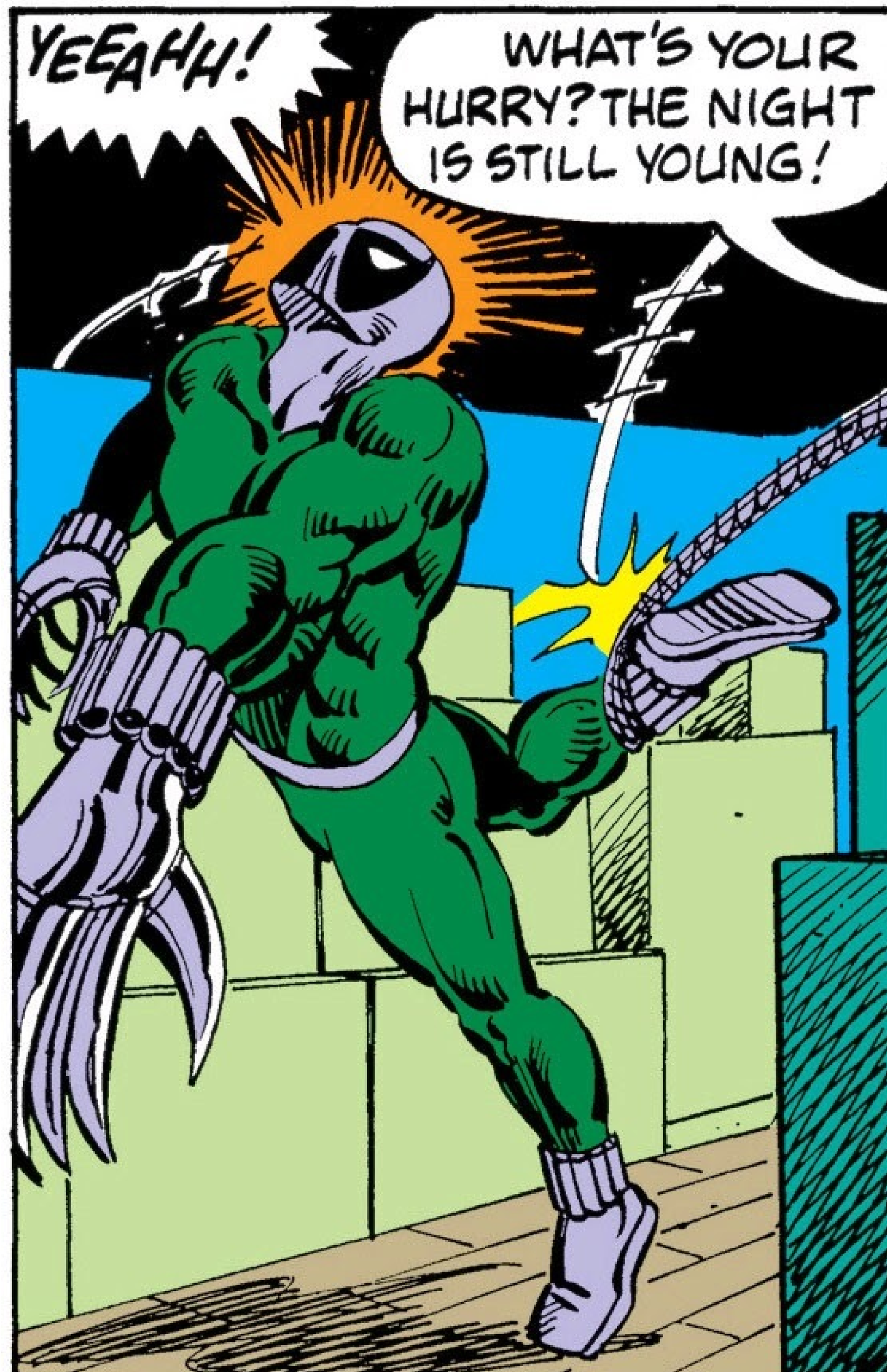
YOU'D BE REAL SURPRISED, PAL!
I FINALLY MADE IT! ONCE I GET INSIDE, I MIGHT ACTUALLY HAVE A CHANCE!

NOW WHAT? HE'S JUST STANDING THERE LIKE AN IDIOT! DOES HE WANT ME TO FOLLOW HIM?

HMM, MAYBE SO! WHAT HAPPENS IF I JUST KICK THIS TRAP DOOR OPEN?
NOTHING? NO HAIL OF BULLETS? NO BOOBY TRAPS? THAT MEANS HE'S PROBABLY SETTING ME UP FOR SOME-THING INSIDE!
A FELLA WOULD HAVE TO BE OUT OF HIS MIND TO GO IN THERE!

BUT, THEN, NO ONE EVER ACCUSED ME OF BEING SANE!
YOO-HOO, PROWLER! COME OUT, COME OUT, WHEREVER YOU ARE!

ALL RIGHT, YOU ASKED FOR IT!
WHAT'S THIS?? BOLTS OF CLOTH... FOR ME?!


SAY, THAT'S RIGHT! WE ARE IN THE GARMENT DISTRICT, AREN'T WE?
THIS IS MIGHTY THOUGHTFUL OF YOU, PROWLER! MY TAILOR WAS TELLING ME I SHOULD HAVE SOME NEW SUITS MADE UP...
...AND HERE YOU OFFER ME A COUPLE TONS OF MATERIAL! THAT'S NICE... BUT DO YOU HAVE ANYTHING IN POLYESTER?


LORD, CAN'T ANYTHING STOP THAT GUY? IF I DON'T KEEP AHEAD OF HIM IN HERE, I'M SUNK!
STORAGE A


YEEAHH!
WHAT'S YOUR HURRY? THE NIGHT IS STILL YOUNG!


SHUCKS, YOU'RE NO FUN AT ALL! YOUR PREDECESSOR HAD A LOT MORE SPUNK-- NOT TO MENTION A SNAPPY CAPE!


I REALIZE IT'S NOT MIDNIGHT YET, BUT WHAT DO YOU SAY WE UNMASK? YOU FIRST!
OH, NO, YOU DON'T! I'M READY FOR YOUR GAS TRICK!
OR AM I? THIS ISN'T THE PROWLER'S USUAL GAS!


IT'S SEEPING INTO MY MASK... BURNING MY EYES! AND IT SMELLS SWEET, LIKE... BELLADONNA!
IF THAT GAS DON'T STOP YA, THIS SHOULD!


A SEWING MACHINE? YOU'RE KIDDING, RIGHT?


WHY DON'T YOU JUST TOSS THE KITCHEN SINK AT ME?
NOW WHERE ARE YOU GOING?
OUT! YOU WANT ME... COME AND GET ME!

GEEZ, WHY DOES EVERYBODY ALWAYS HAVE TO PLAY HARD TO GET?
Uh-oh, MY SPIDER-SENSE IS REALLY GETTING A STRONG RESPONSE NOW... THERE MUST BE DANGER ALL AROUND!
AND THEN...
SLAMM
THE DOOR! NO...WAIT!
Eh?
NO, LET ME GO!!
NOT BEFORE YOU ANSWER A FEW QUESTIONS, CHUCKLES!
FOR INSTANCE, DO YOU KNOW A LADY WHO GOES IN FOR 1940s FASHIONS?
IF YOU'RE REFERRING TO ME, SPIDER-MAN-- THE ANSWER IS **YES**!
WELL, **BELLADONNA**! I'D WONDERED WHERE YOU'D BEEN HIDING YOURSELF SINCE OUR LAST LITTLE MEETING!*
THIS IS ALMOST STARTING TO MAKE SENSE NOW ...AT LEAST AS FAR AS THE FASHION ANGLE GOES! PROWLER JUNIOR HERE HAS BEEN WORKING FOR YOU, RIGHT?
LET GO OF ME, BLAST YA!
* ISSUE #43.--D.
YOU'RE QUITE CLEVER, SPIDER-MAN. I'M SORRY YOU HAD TO INTERFERE WITH MY PLANS!
YEAH, I'M SUCH A BUSYBODY--JUST CAN'T KEEP MY NOSE OUT OF TROUBLE!
HEY, WATCH THE CLAWS!
LEGGO! I GOTTA GET OUTTA HERE!
I'M **SORRY**, PROWLER--BUT IF I LET YOU OUT OF MY TRAP, THEN SPIDER-MAN MIGHT GET OUT! BESIDES, YOU'VE ALREADY OUT-LIVED YOUR USEFULNESS TO ME!
NO! **NO!!**
THREE INCHES OF ARMOR PLATING SHOULD KEEP YOU IN YOUR PLACE!
CLUNG



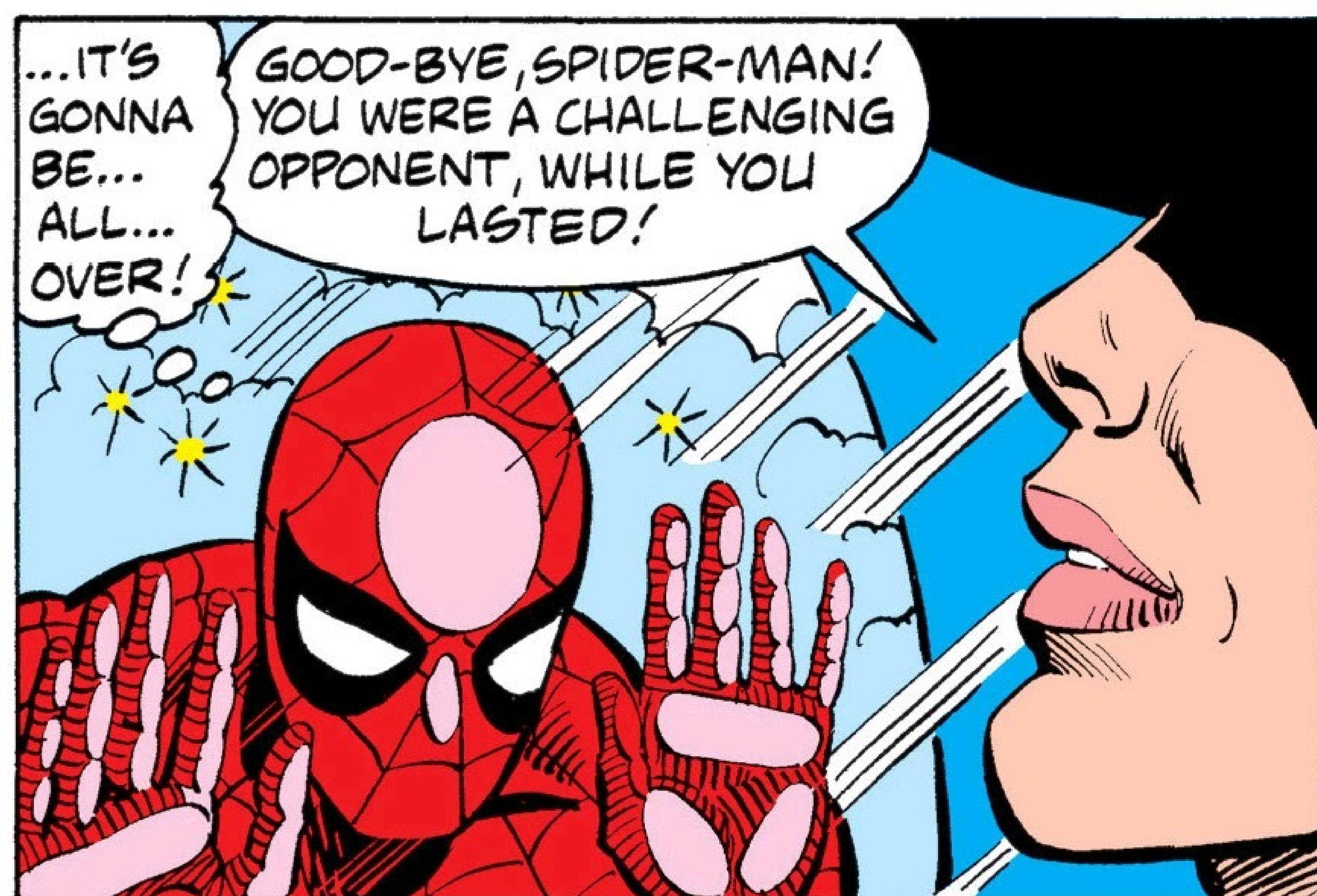












NEXT ISSUE: THE SECRETS OF BELLADONNA REVEALED!

DOUBLE DEFEAT!

SPECTACULAR SPIDER-MAIL

c/o MARVEL COMICS GROUP
575 Madison Avenue
New York, New York 10022

DENNIS O'NEIL
EDITOR
MARK GRUENWALD
ASSISTANT EDITOR

Since SPECTACULAR SPIDER-MAN #'s 39 and 40 were written to complement each other, I've decided to run your letters regarding those two issues back-to-back. So, without further ado...

Dear Bill, John and Jim,

PPTSS #39 was a good comic. I truly enjoyed Spidey's battle with Chip Martin, the Schizoid Man. Because of the fact that the emotions of others tended to overexcite him, I thought at first that Chip might turn out to be possessed by the Emphathoid. I see I was wrong again.

The conclusion could have been built towards a bit better. In Spidey's other mags, as well as this one, you should have slowly had our hero getting crabbier, rather than springing it on us all in one ish.

Who's going to beat the Spider-Lizard? The White Tiger? The Fantastic Four? The Frightful Four? (You can't fool me — even if the pictures on pages 5 and 6 weren't enough, the phrase "fearsome foursome" gives away the fact that Electro has joined the Frightful Four!) Well, whoever opposes our altered arachnid, the fight should be a winner.

MAKE MINE MARVEL!!!

Rich Davis
Columbus, OH 43220

Dear Bill,

PETER PARKER #39 was great! I was totally unprepared for the ending (I had suspected a much less Lizard-like transformation), which means that the surprise was a success. I'm glad to see that Electro's back — that *is* him with the Sandman, et al, isn't it? One quibble: When Peter enters the Empire State University campus, the letters "ESU" over the gateway are not reversed as they should be. As it was drawn, only those people inside the campus grounds would be able to read the lettering. Those on the outside would see it reversed.

John Bishop
Chapel Hill, NC 27514

You're absolutely right about the "ESU" legend over the campus gateway, John — it should have been reversed. I guess the letterer was as awed as I was by John Romita, Jr.'s pulse-pounding pencils because we both overlooked the boner. But, if you hold a mirror up to the panel in question, we promise the letters will appear correctly reversed. Who says this isn't the Marvel Age of Reader Participation???

Dear Bill and John,

Having read Marvel Comics for over ten years, I finally found myself so totally overwhelmed by PETER PARKER, THE SPECTACULAR SPIDER-MAN #39 that I had to write to you. This was an absolutely superb issue, with a magnificent finale. I can hardly wait for issue #40. There are so many possibilities in your "Spider-Lizard" story that I find myself becoming more and more excited as I ponder all the possible permutations.

It will also be interesting to see how the team of Electro, the Sandman, the Trapster and the Wizard can foul up our hero's life.

Do me one favor, though: Please stop *curing* all of Spidey's foes! In the last five issues we have seen cured Dr. Curt Connors (aka, the Lizard), Mindworm and Morbius. Soon, if this keeps up, Spidey's going to run out of enemies to fight!

Steve Szpak
Hamilton, Ontario
CANADA L9A-3V5

It's funny how all those cures worked out over such a short period, Steve — 'funny and unintended. Y'see, the Spider-Lizard story was originally planned to have extended over several more issues, and to have ended with Curt Connors once more becoming the Lizard, with his lethal split-personality under control this time, to battle the rampaging Spider-Lizard. Then, when I learned I was being transferred onto the INCREDIBLE HULK mag, Jim Shooter and I decided that too many transformations in a now-truncated epic would become confusing, so we left Curt Connors as he was. 'Unfortunately, this also coincided with the Morbius cure, already plotted — *and* with the Mindworm cure as written in a fill-in tale by Tony Isabella about which I knew nothing. So, that's how it sometimes happens at Mighty Marvel, Steve. Glad you asked.

Dear Bill,

Let me briefly, but enthusiastically say that I thoroughly enjoyed PPTSS #40! Next to AMAZING SPIDER-MAN #200 I've not read such an exciting issue in many months. My thanks and praise go to you, Bill, for such a story.

Frank Springer? The self-same Frank Springer who draws REX MORGAN, MD, for the newspapers? If so let me say that I've enjoyed your work there and really was pleased with your handling of PPTSS #40. Your layouts did true justice to Bill's plot.

Since I did like PPTSS #40 so much, I hate to bring up the subject of no-prizes, but... well, on page 6, panel 4, there stands Dr. Curtis Connors with *two* arms! Is it his unpinned right sleeve? No, I doubt if the good doctor would take time to unpin it while staring in horror at the ton of wood and water crashing down towards his head. Besides, later there is a *hand* distinctively sticking out of the sleeve. FACT: Dr. Connors has one arm, his left. It is his right arm that is missing. Yet again, on page 27, panel 5, Curt and Spidey are being washed out of the sewer pipe and there swims Dr. Connors, *right arm* outstretched.

Alas, it only goes to show that even great Marvel artists are only human. But be reassured that Marvel is still unsurpassed anywhere on Earth!

Adrian Gomez
Ft. Washington, MD 20022

It was only your last two lines that brought Fearless Frank back from the edge of the precipice, Adrian! As for the glaring error of depicting Curt Connors with two arms, all I can say by way of apology for all concerned is that Frank and inker Ricardo Villamonte, in volunteering to take on an art job that was due the day before they received the assignment, made some errors that anyone unfamiliar with our supporting characters might have made.

As for no-prizes, they're usually awarded, not for spotting errors in production, but for service above and beyond the call of Marveldom. Okay?

Dear Bill and Frank,

Re: PETER PARKER, THE SPECTACULAR SPIDER-MAN #40.

What a loser!!!

Ever since the premiere issue this mag has never lived up to the quality of its companion mag, the AMAZING SPIDER-MAN. I dare you to explain the following:

(1) In AMAZING, J. Jonah Jameson is shown having had a nervous breakdown, but not here. (2) When swimming through a dark, germ-infested sewer, how can Peter and Curt Connors see let alone contract a serious eye infection. (3) Curt Connors is first drawn with two arms, and then with a right arm — which is supposed to be missing — instead of with just a left arm. (4) Peter is positioned wrongly for the application of mouth-to-mouth resuscitation. One hand should be pinching shut the nostrils while the other should be underneath the victim's neck, keeping the head tilted back, thus preventing the tongue from blocking the windpipe. Done the way Frank drew it, the proposed rescue would have killed the victim rather than saved him. (5) I though Electro died in AMAZING SPIDER-MAN #187.

Sorry, but this story was definitely not Marvel material.

Peter Leonardo
Brooklyn, NY 11224

As you can see by Adrian Gomez's letter, Pete, opinions differ. But, as to your protestations: (1) Different time-tables explain JJJ's normalcy in PPTSS and nervous collapse in AMAZING SPIDER-MAN... and we hope that having all Spider-books under Denny O'Neil's aegis will keep continuities tighter. (2) They weren't *in* the sewage system all that long, and some light does filter down through street level manholes. (3) That mistake is discussed above. (4) A comic book is meant to be entertaining, not a first aid instruction manual. As drawn, the scene suggests clearly the act of mouth-to-mouth resuscitation. (5) Electro was shown alive and in traction in MARVEL TWO-IN-ONE #57. As for how he escaped Project Pegasus, tnat's an oversight on our part we hope to address in the near future.

——Bill Mantlo



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MARVEL® COMICS GROUP





TM

PETER PARKER, THE SPECTACULAR SPIDER-MAN®

Four seconds ago Kingsley pulled the trigger . . . now there's no one else alive. Somewhere, Belladonna is laughing.

MILLER
GROM

Stan Lee Presents: THE SPECTACULAR SPIDER-MAN!®

CAUGHT UP IN A...

DOUBLE DEFEAT!

YESTERDAY, A MAN WAS KILLED!

AN EYEWITNESS SAW THE MURDERER CRAWL AWAY ALONG THE SIDE OF A BUILDING AND ASSUMED THAT SPIDER-MAN HAD KILLED THE MAN. BUT, THE WITNESS WAS WRONG!

THE TRUE ASSAILANT WAS A GENTLEMAN WITH METAL-COVERED GAUNTLETS... A GENTLEMAN WHO CALLS HIMSELF THE **PROWLER!** TONIGHT, SPIDER-MAN FOLLOWED THIS NEW PROWLER INTO A **DEATH-TRAP!**

I HOPE YOU'LL REALIZE THAT THIS IS PURELY PERSONAL, SPIDER-MAN! I JUST DON'T LIKE YOU!

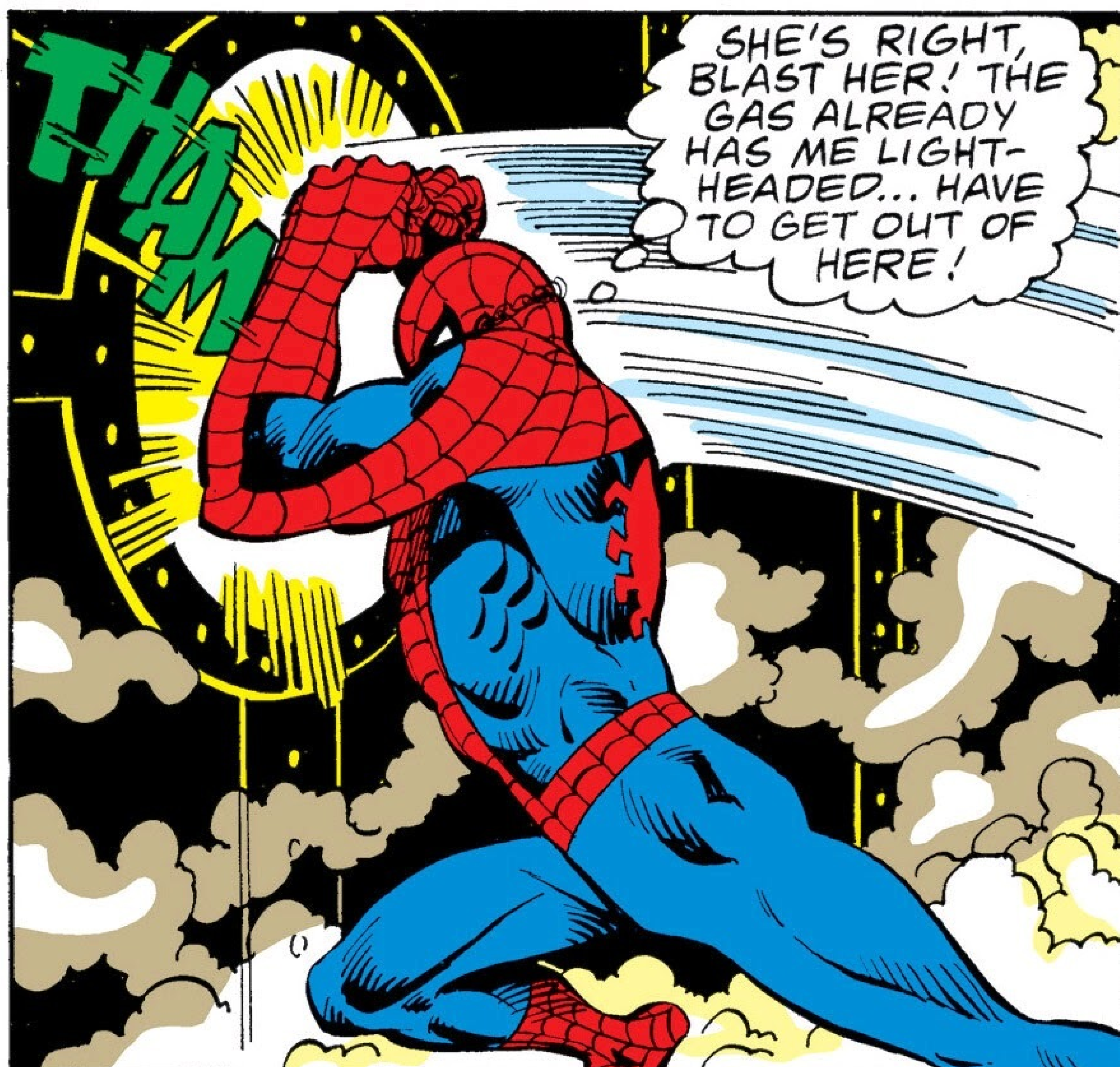
THE LADY BEHIND THE SUPER-HARD WINDOW CALLS HERSELF BELLADONNA. IF SHE HAS HER WAY TONIGHT, BOTH OF THESE MEN WILL **DIE!**

ROGER STERN, WRITER
MARIE SEVERIN, PENCILER
BRUCE PATTERSON, INKER
RICK PARKER, LETTERER
BEN SEAN, COLORIST
DENNY O'NEIL, EDITOR
J. SHOOTER, FUNERAL ARRANGER

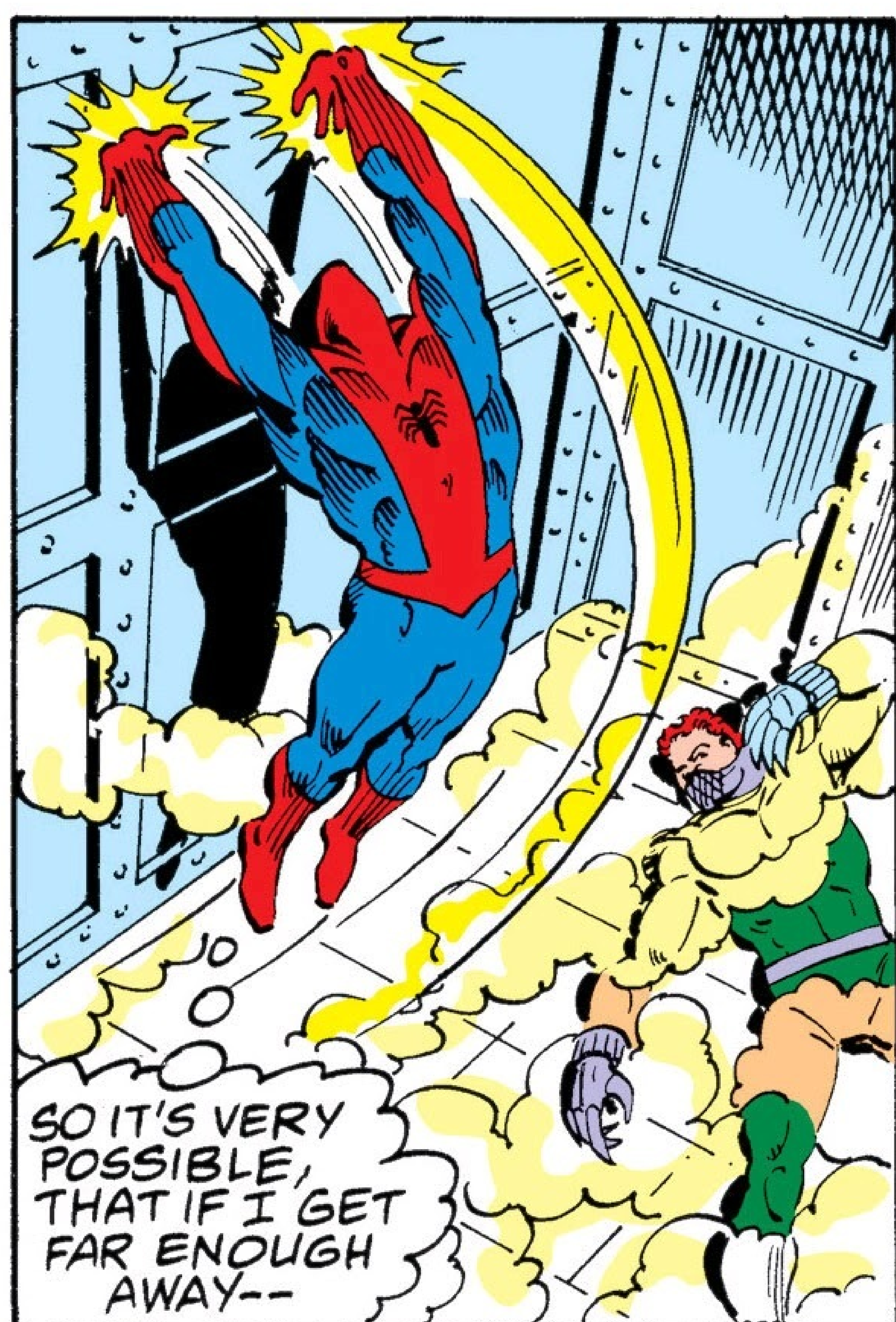
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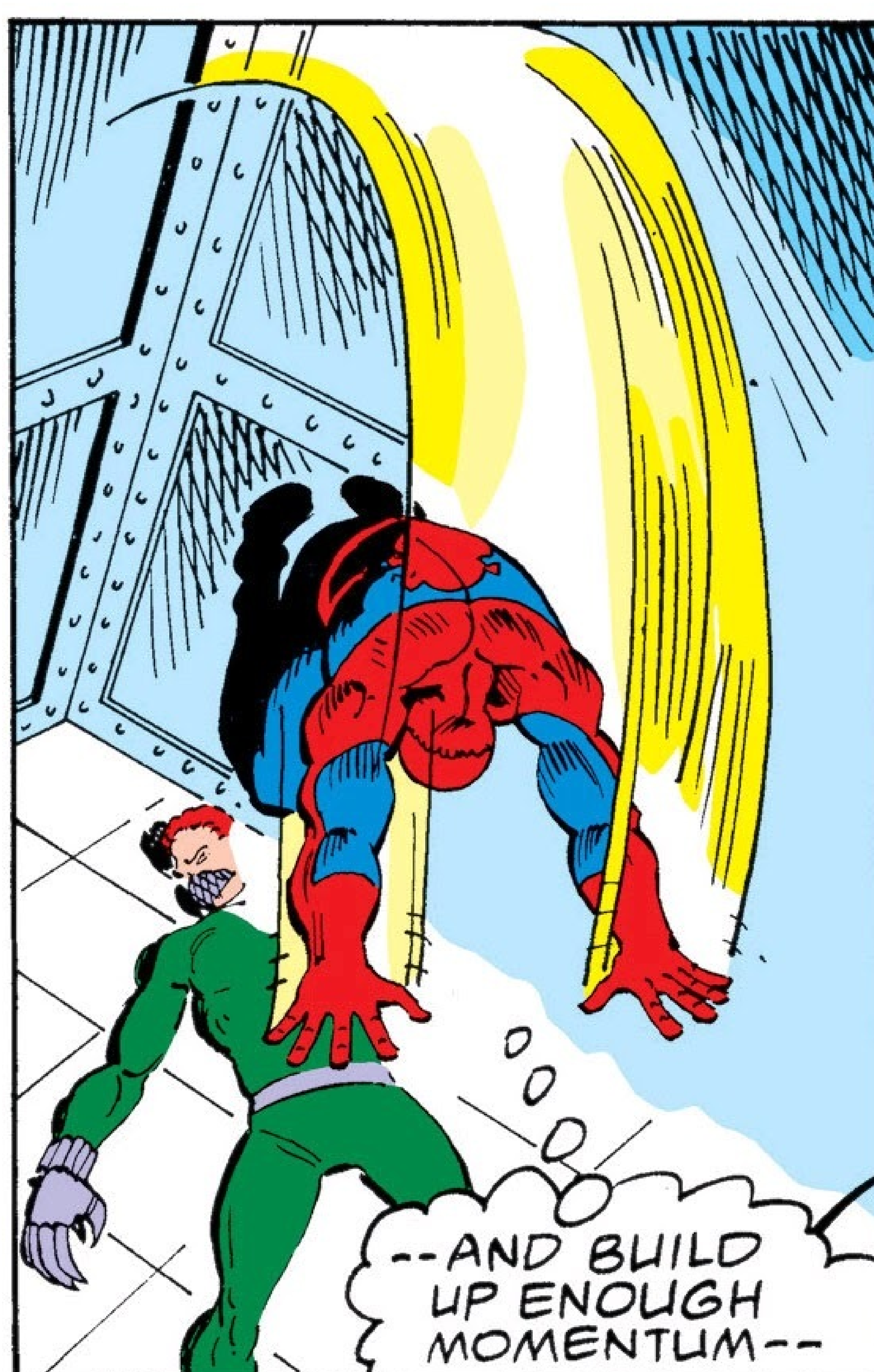


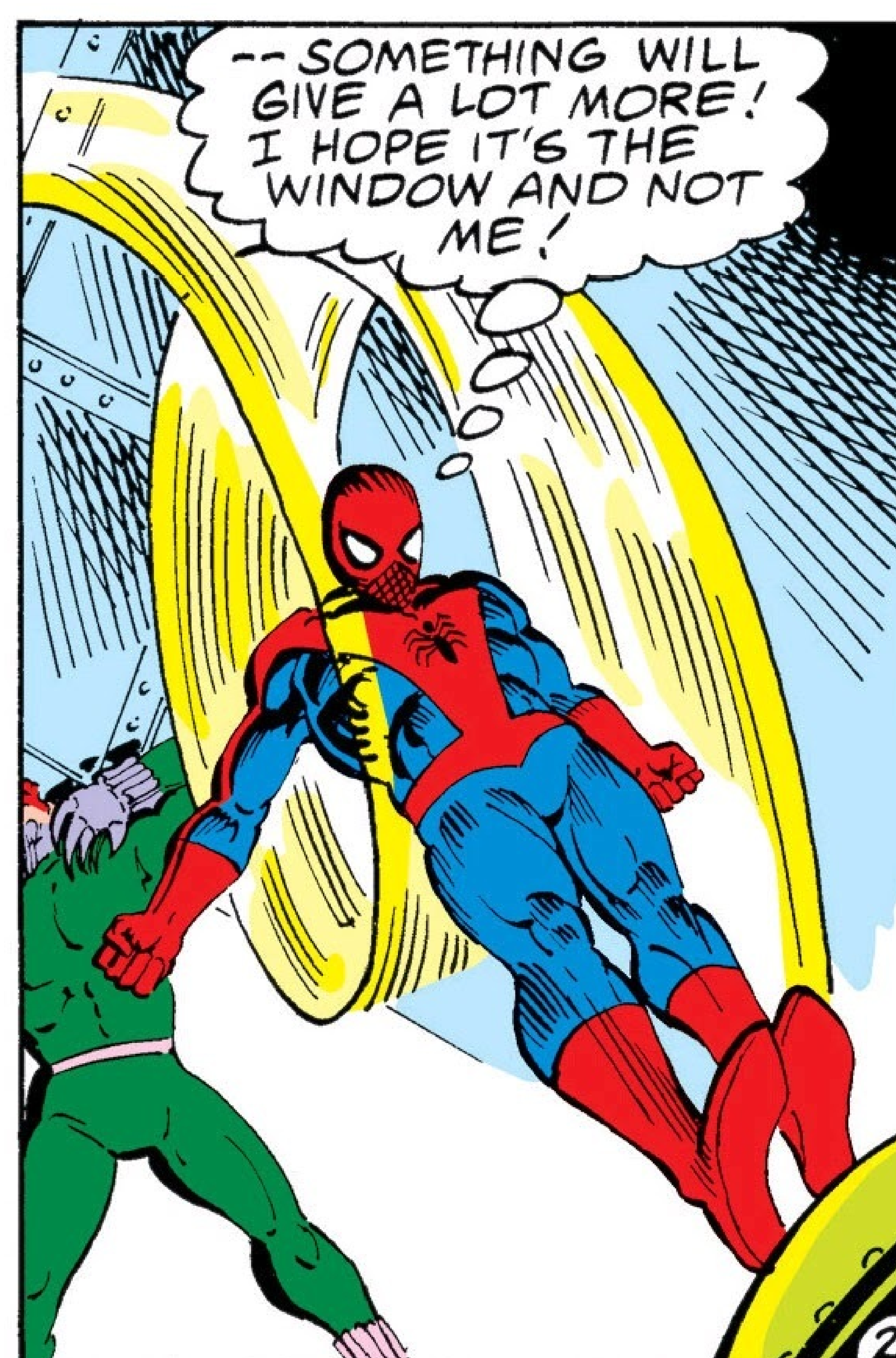




AND I THINK I KNOW HOW! THE WALLS IN HERE MAY BE TRIPLE-THICK STEEL, BUT THE 'SUPER-HARD WINDOW' GAVE A LITTLE WHEN I SLAMMED INTO IT!








KRESH!
ALL RIGHT... IT WORKED!
WHAT THE HEY--?! BELLA'S NOT HERE! THERE'S JUST SOME SORT OF VIDEO HOOK-UP!

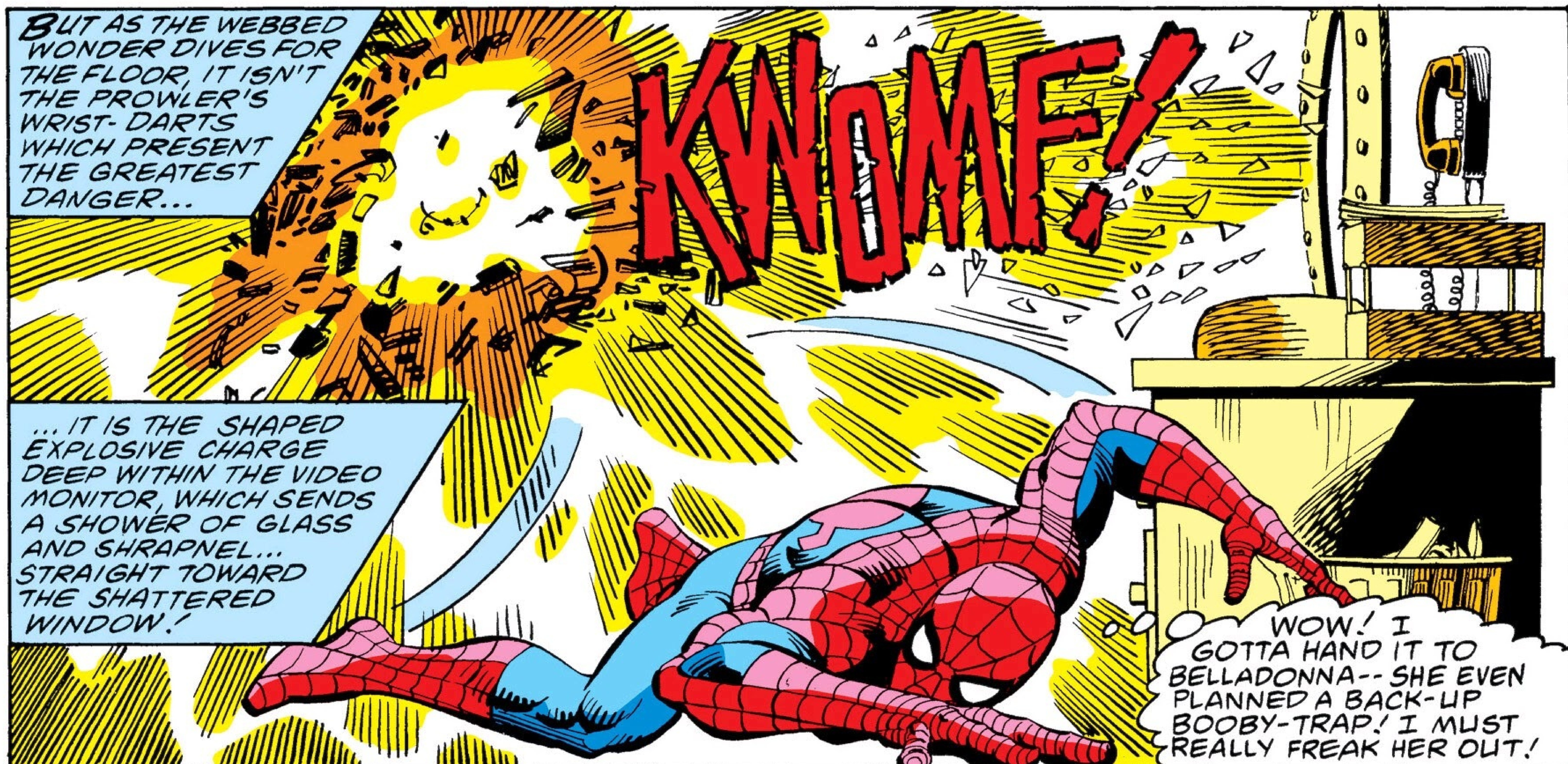

SURPRISED, SPIDER-MAN?
A LITTLE, BELLA! THAT DISTORTION GLASS PRODUCED A PRETTY CONVINCING 3-D EFFECT!


BUT I SHOULD HAVE KNOWN YOU WOULDN'T RISK FACING ME IN PERSON IF YOU COULD HELP IT!
VERY PERCEPTIVE! AS I'VE SAID BEFORE, YOU ARE TOO... TOO STRANGE FOR MY TASTES!

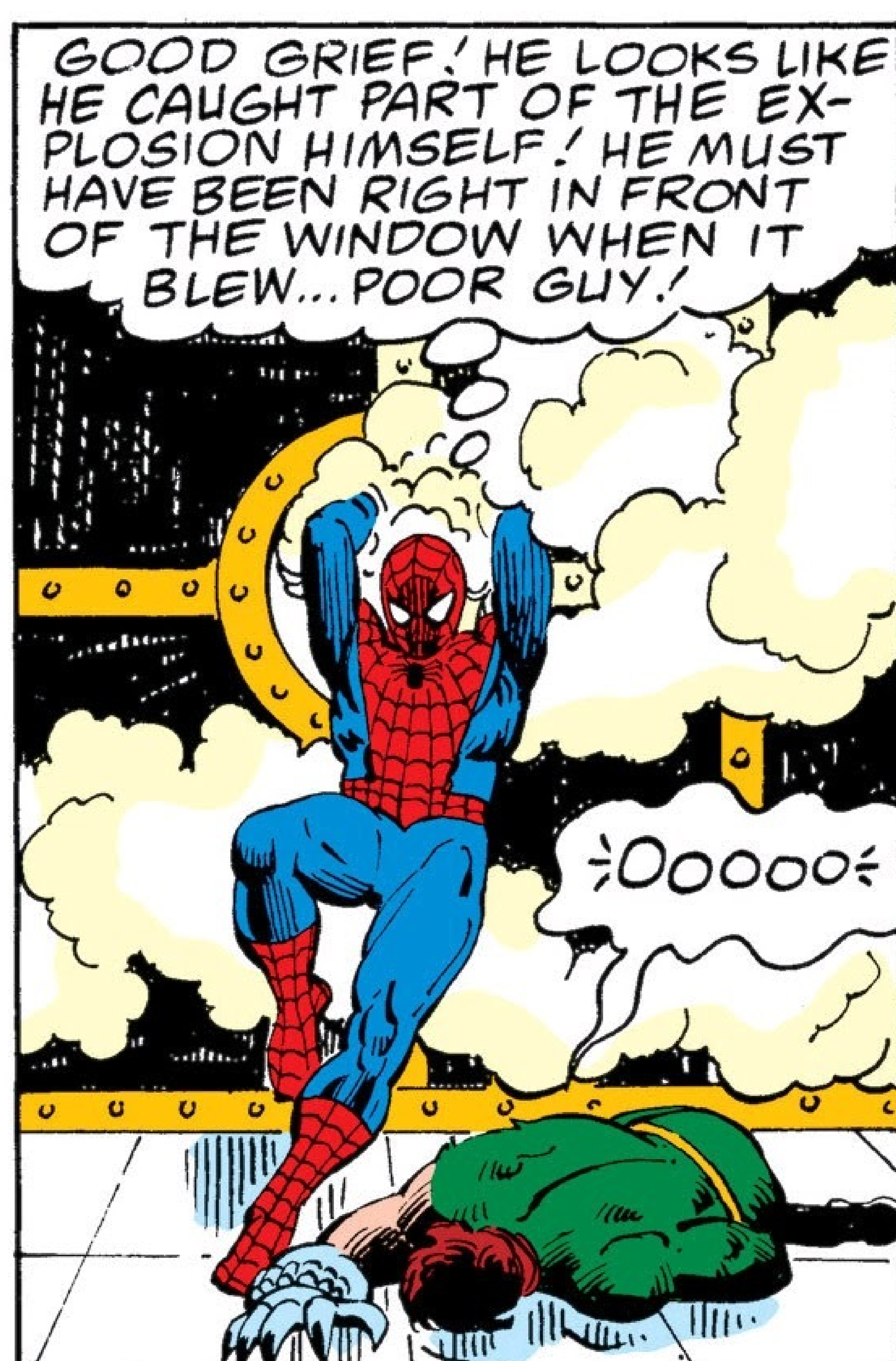

BUT EVEN AS SPIDER-MAN CONFRONTS BELLADONNA'S VIDEO MONITOR... IN THE STEEL-PLATED DEATH-TRAP, THE GAS DISSIPATES AND THE PROWLER COMES TO...
UNNGH! THOUGHT... I WAS... A GONER FOR SURE, THAT TIME!

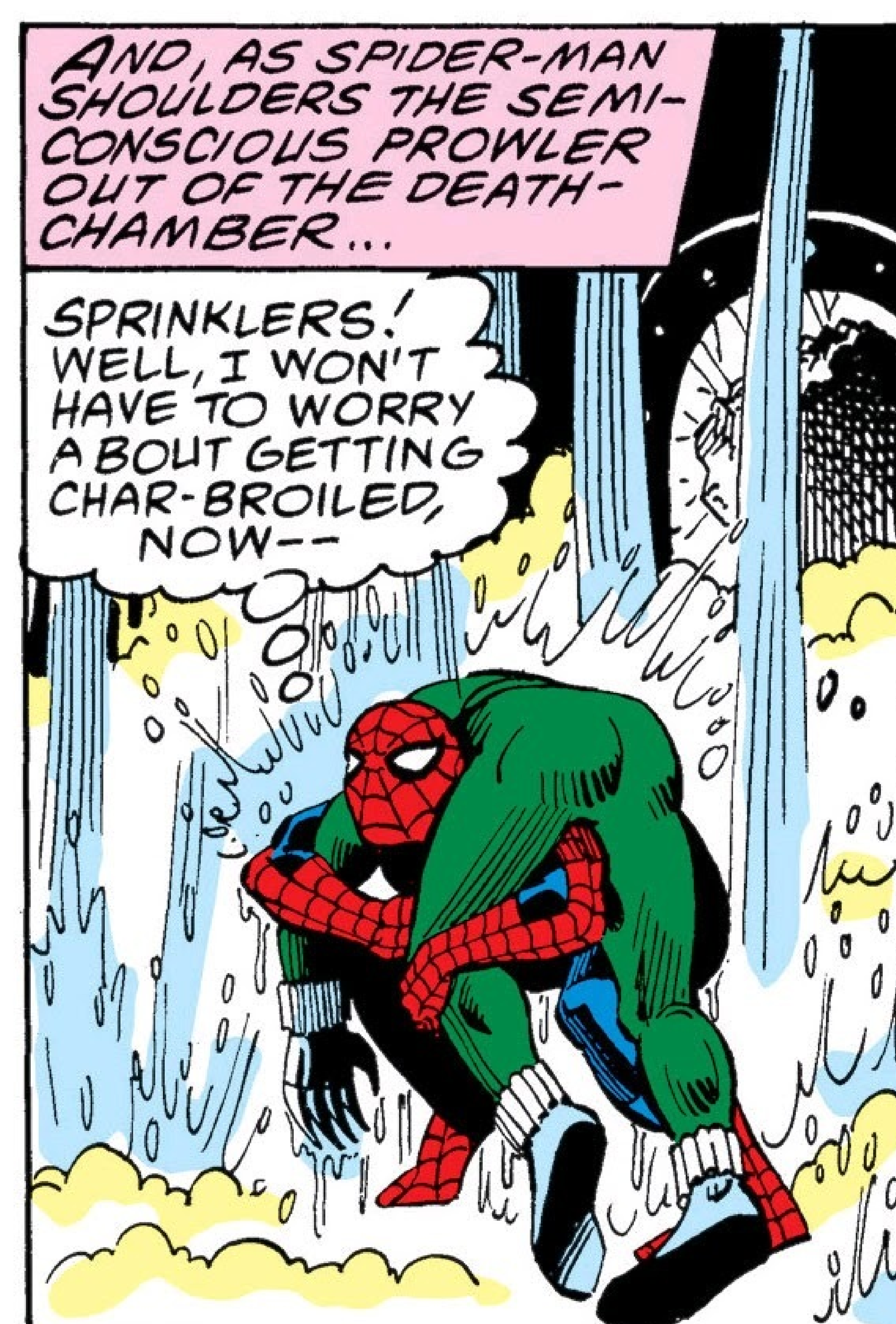

I'M STRANGE? AND I SUPPOSE YOU'RE NORMAL?!
SPIDER-MAN! DON'T KNOW WHO HE'S TALKING TO, BUT I CAN'T PASS UP A CHANCE LIKE THIS!

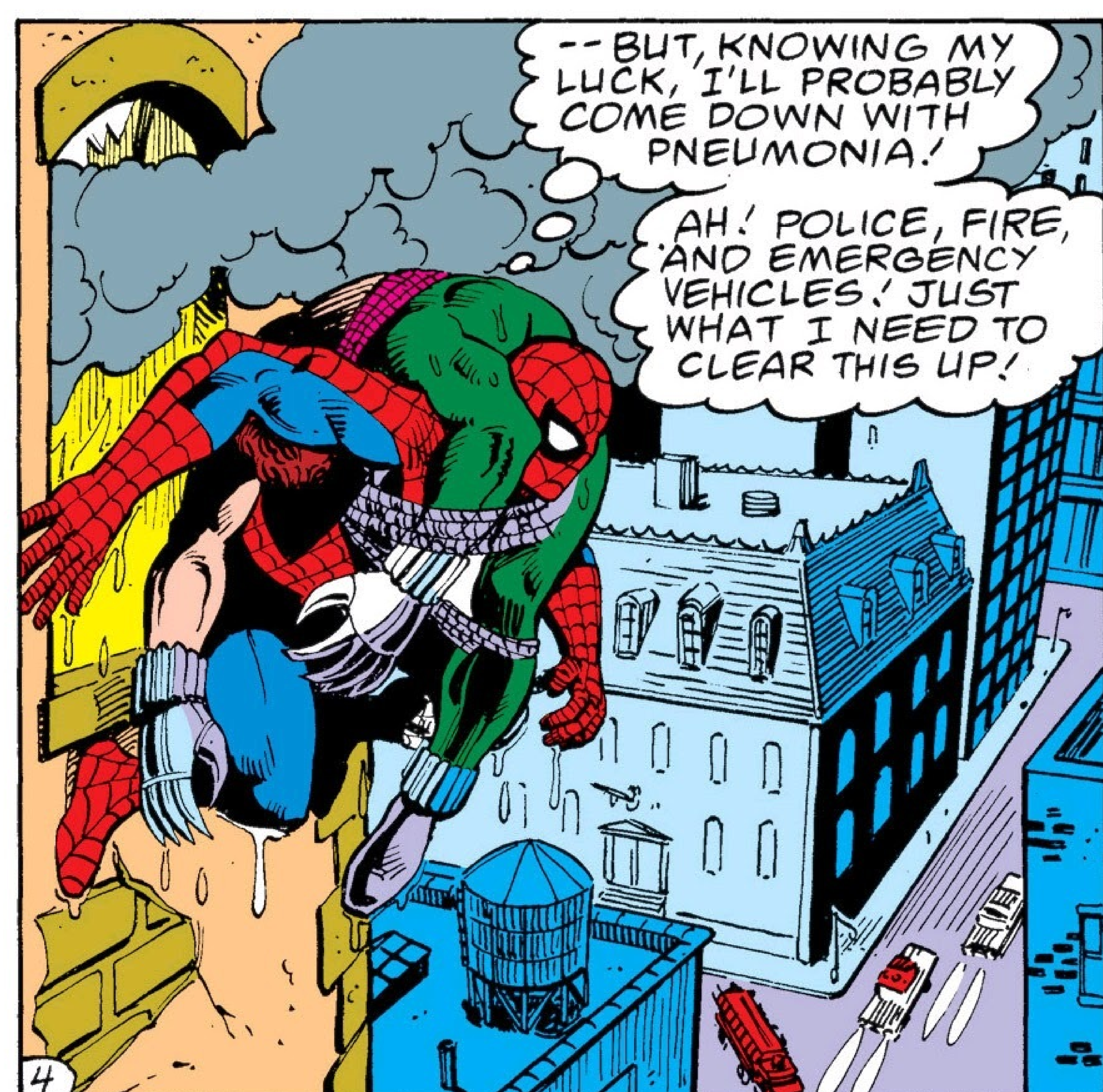

BUT, AS THE PROWLER TAKES CAREFUL AIM WITH HIS WRIST-BANDS...
WHOA! MY SPIDER-SENSE IS BUZZING LIKE CRAZY... LIKE THERE'S DANGER ALL AROUND!
3


BUT AS THE WEBBED WONDER DIVES FOR THE FLOOR, IT ISN'T THE PROWLER'S WRIST-DARTS WHICH PRESENT THE GREATEST DANGER...
KWOMF!
...IT IS THE SHAPED EXPLOSIVE CHARGE DEEP WITHIN THE VIDEO MONITOR, WHICH SENDS A SHOWER OF GLASS AND SHRAPNEL... STRAIGHT TOWARD THE SHATTERED WINDOW!
WOW! I GOTTA HAND IT TO BELLADONNA-- SHE EVEN PLANNED A BACK-UP BOOBY-TRAP! I MUST REALLY FREAK HER OUT!


OH, FINE! THE LITTLE BLOW-OUT STARTED A FIRE ON TOP OF EVERYTHING ELSE! AT LEAST, THERE'S A WAY OUT OF THIS ROOM.
I'D BETTER SCOOP UP THE PROWLER AND GET OUT OF HERE BEFORE WE'RE TRAPPED BY THE FIRE!


GOOD GRIEF! HE LOOKS LIKE HE CAUGHT PART OF THE EX-PLOSION HIMSELF! HE MUST HAVE BEEN RIGHT IN FRONT OF THE WINDOW WHEN IT BLEW... POOR GUY!
OOOOO


AND, AS SPIDER-MAN SHOULDERS THE SEMI-CONSCIOUS PROWLER OUT OF THE DEATH-CHAMBER...
SPRINKLERS! WELL, I WON'T HAVE TO WORRY ABOUT GETTING CHAR-BROILED, NOW--


--BUT, KNOWING MY LUCK, I'LL PROBABLY COME DOWN WITH PNEUMONIA!
AH! POLICE, FIRE, AND EMERGENCY VEHICLES! JUST WHAT I NEED TO CLEAR THIS UP!
4

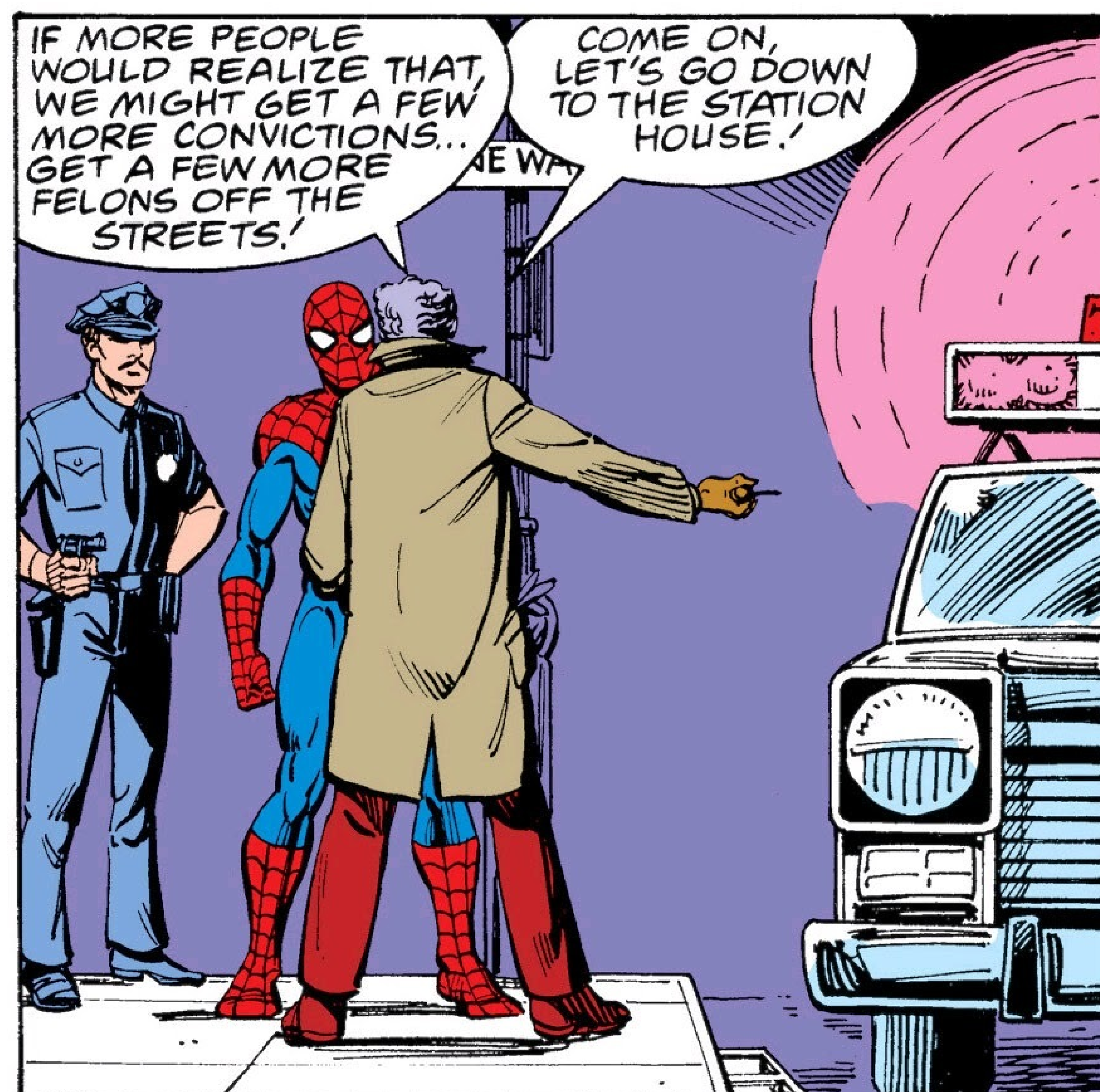
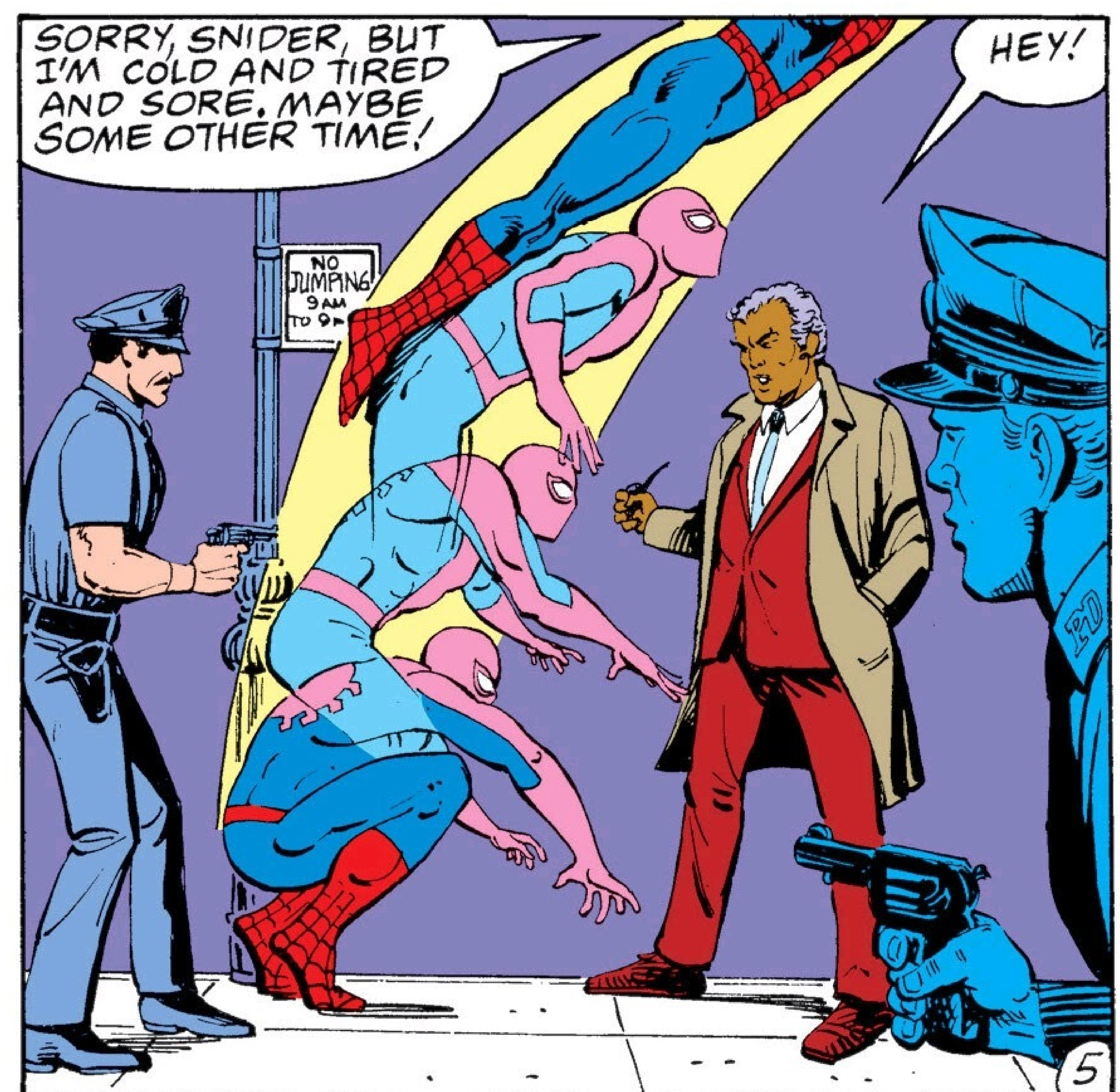

AND SOON...
SO YOU SEE, BOYS, THIS NEW PROWLER IS THE GENT YOU WANT TO TALK TO ABOUT THE KILLING-- NOT ME!
GET AN AMBULANCE OVER HERE-- ON THE DOUBLE!

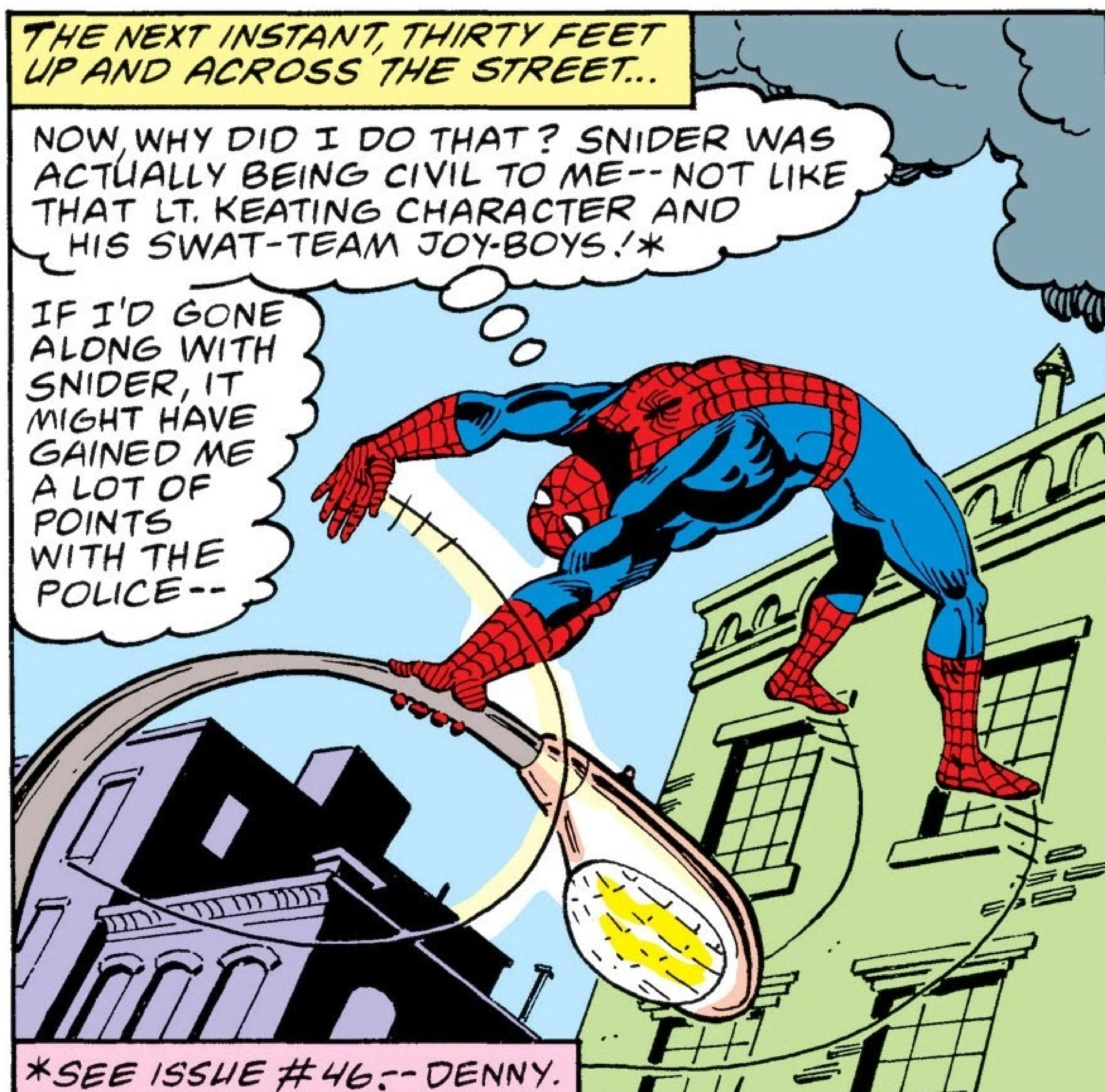

LEMME GET THIS STRAIGHT... YOU'RE ACCUSING THIS MAN OF KILLING CHARLIE McGUIRE?
LISTEN, IT WAS AN ACCIDENT! I DIDN'T MEAN TO KILL THE GUY--IT JUST... HAPPENED!

SUDDENLY...
I DIDN'T HEAR THAT! NOBODY HEARD THAT! WHAT'S THE MATTER WITH YOU TWO? READ HIM HIS RIGHTS... YOU WANT TO BLOW THE WHOLE CASE?!
EMERGENCY
POLICE
WELL! DETECTIVE SERGEANT SNIDER, ISN'T IT?

WHAT BRINGS YOU TO THIS PART OF TOWN... A LITTLE OUT OF YOUR PRECINCT, AREN'T YOU?
YOU SEEM TO KNOW A LOT ABOUT ME--WISH I COULD SAY THE SAME ABOUT YOU! LET ME TELL YOU A FEW THINGS!

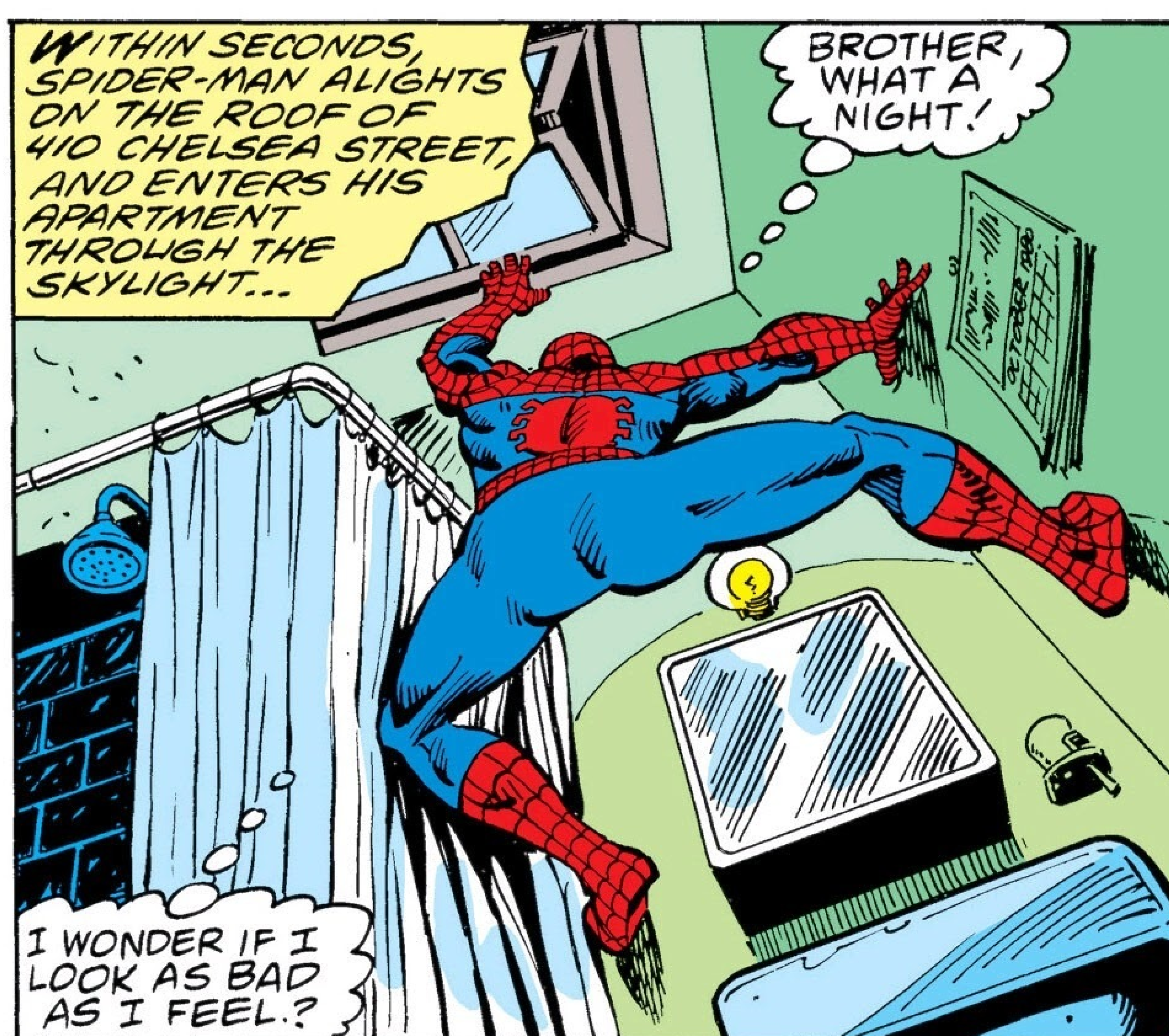
I'M HERE BECAUSE OF YOU! YOU WERE THE SUSPECT IN A MURDER CASE OF MINE... EVIDENTLY THAT'S CHANGED NOW!
BUT I STILL GOTTA TAKE YOU IN FOR QUESTIONING!

THE PROWLER'S IN POSSESSION OF STOLEN PROPERTY THAT WAS USED IN THE COMMISSION OF THE MURDER! YOU DON'T NEED ME TO HOLD HIM!
SO? THAT STILL DOESN'T MEAN THAT YOU SHOULD GET OUT OF MAKING A STATEMENT!
THERE'S A REASON FOR POLICE PROCEDURE, AFTER ALL!

IF MORE PEOPLE WOULD REALIZE THAT, WE MIGHT GET A FEW MORE CONVICTIONS... GET A FEW MORE FELONS OFF THE STREETS!
COME ON, LET'S GO DOWN TO THE STATION HOUSE!

SORRY, SNIDER, BUT I'M COLD AND TIRED AND SORE. MAYBE SOME OTHER TIME!
HEY!
NO JUMPING 9 AM TO 9 PM

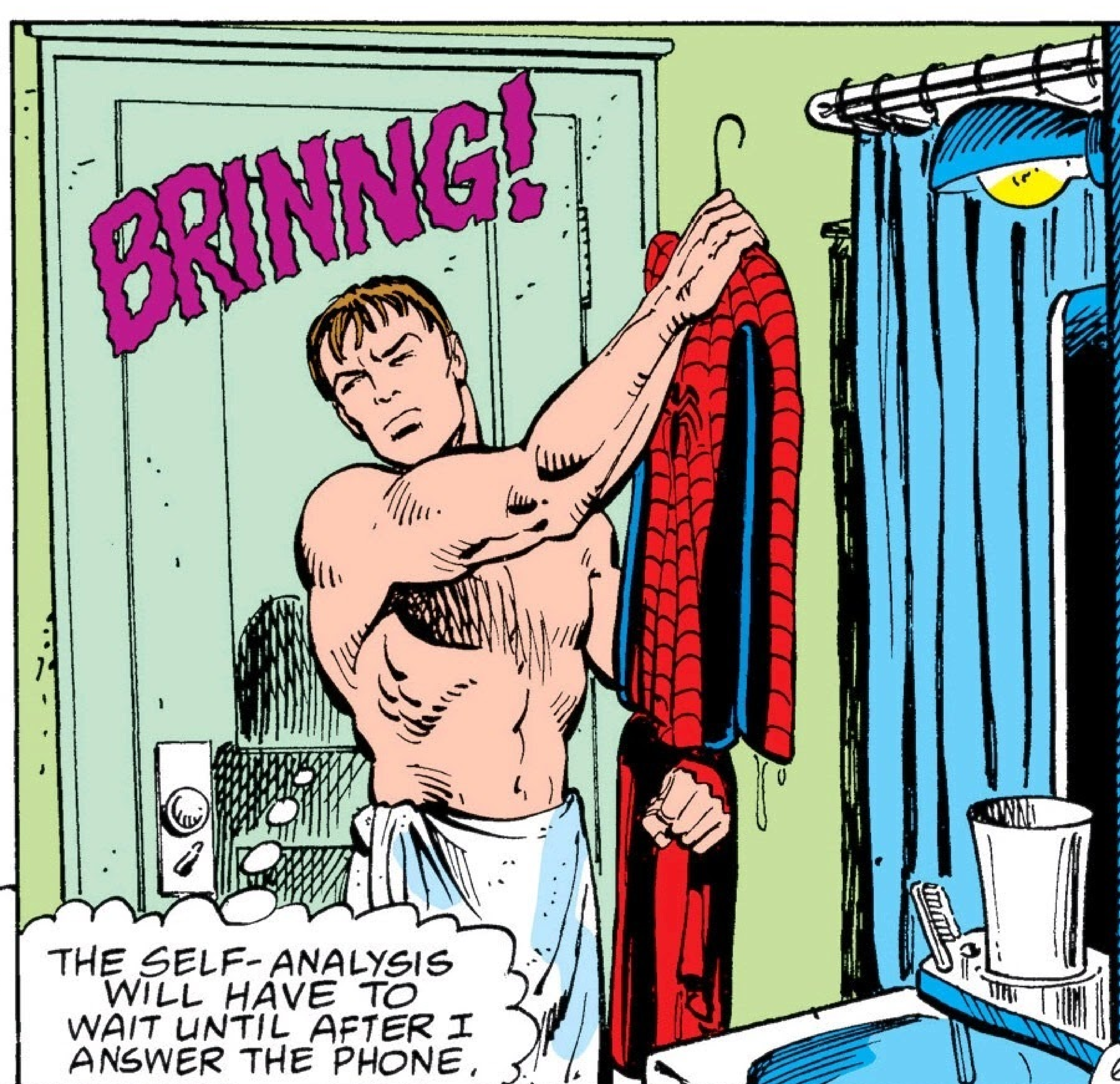

THE NEXT INSTANT, THIRTY FEET UP AND ACROSS THE STREET...
NOW WHY DID I DO THAT? SNIDER WAS ACTUALLY BEING CIVIL TO ME-- NOT LIKE THAT LT. KEATING CHARACTER AND HIS SWAT-TEAM JOY-BOYS!*
IF I'D GONE ALONG WITH SNIDER, IT MIGHT HAVE GAINED ME A LOT OF POINTS WITH THE POLICE--
*SEE ISSUE #46.--DENNY.

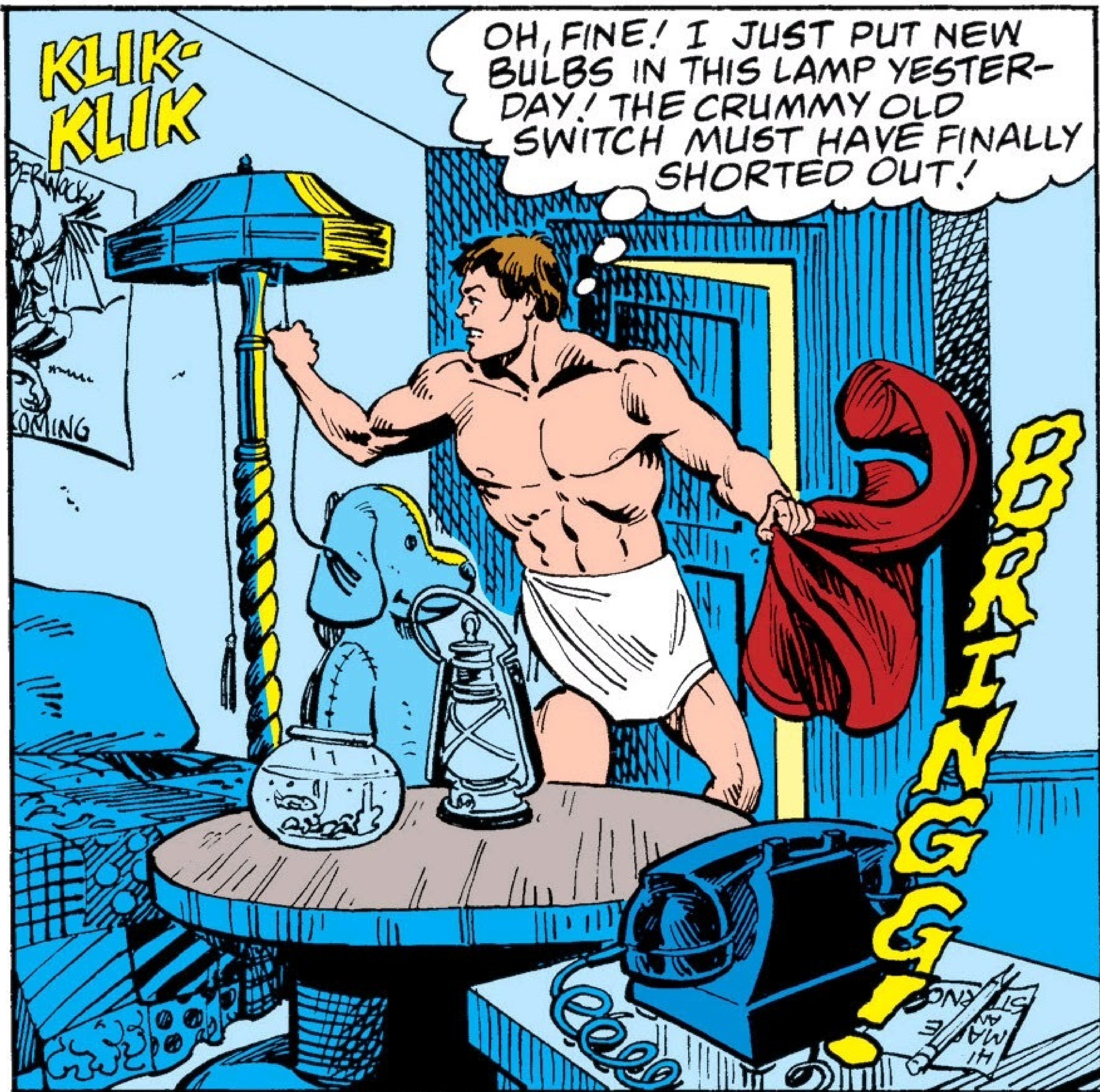

--AND I HAVEN'T REALLY BEEN ON N.Y.P.D.'S LIST OF GOOD BOYS SINCE THE D.A. CLEARED ME OF THOSE EARLIER MURDER CHARGES!*
DON'T LET ME INTERRUPT YOU, FELLA! OH, I THINK YOU'LL FIND MORE SMOKE THAN FIRE IN THERE! TA-TAH!
*AMAZING SPIDER-MAN #186.--D.

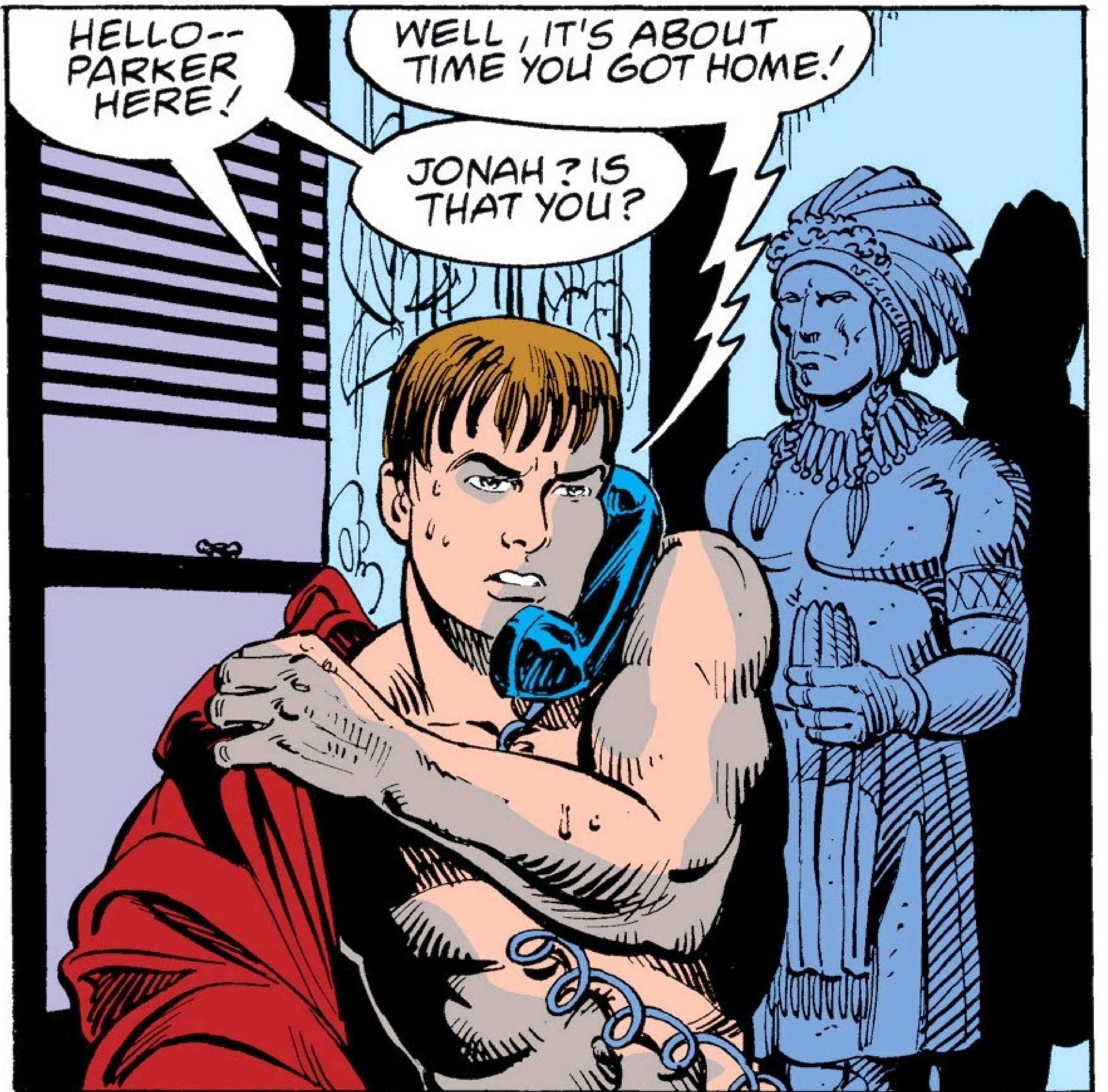

THAT'S IT, PARKER! KEEP IT LIGHT AND EVERYONE WILL IGNORE YOUR LITTLE LAPSES IN JUDGMENT RIGHT?
WRONG! REAL WRONG!


WITHIN SECONDS, SPIDER-MAN ALIGHTS ON THE ROOF OF 410 CHELSEA STREET, AND ENTERS HIS APARTMENT THROUGH THE SKYLIGHT...
BROTHER, WHAT A NIGHT!
I WONDER IF I LOOK AS BAD AS I FEEL?


NO, I LOOK WORSE! WHAT A MESS! IS THIS WHY I SPLIT ON SNIDER?
WAS THE THOUGHT OF STANDING SOAKING WET IN A PRECINCT HOUSE FOR TWO HOURS THAT DISTASTEFUL, OR IS THERE A DEEPER REASON?

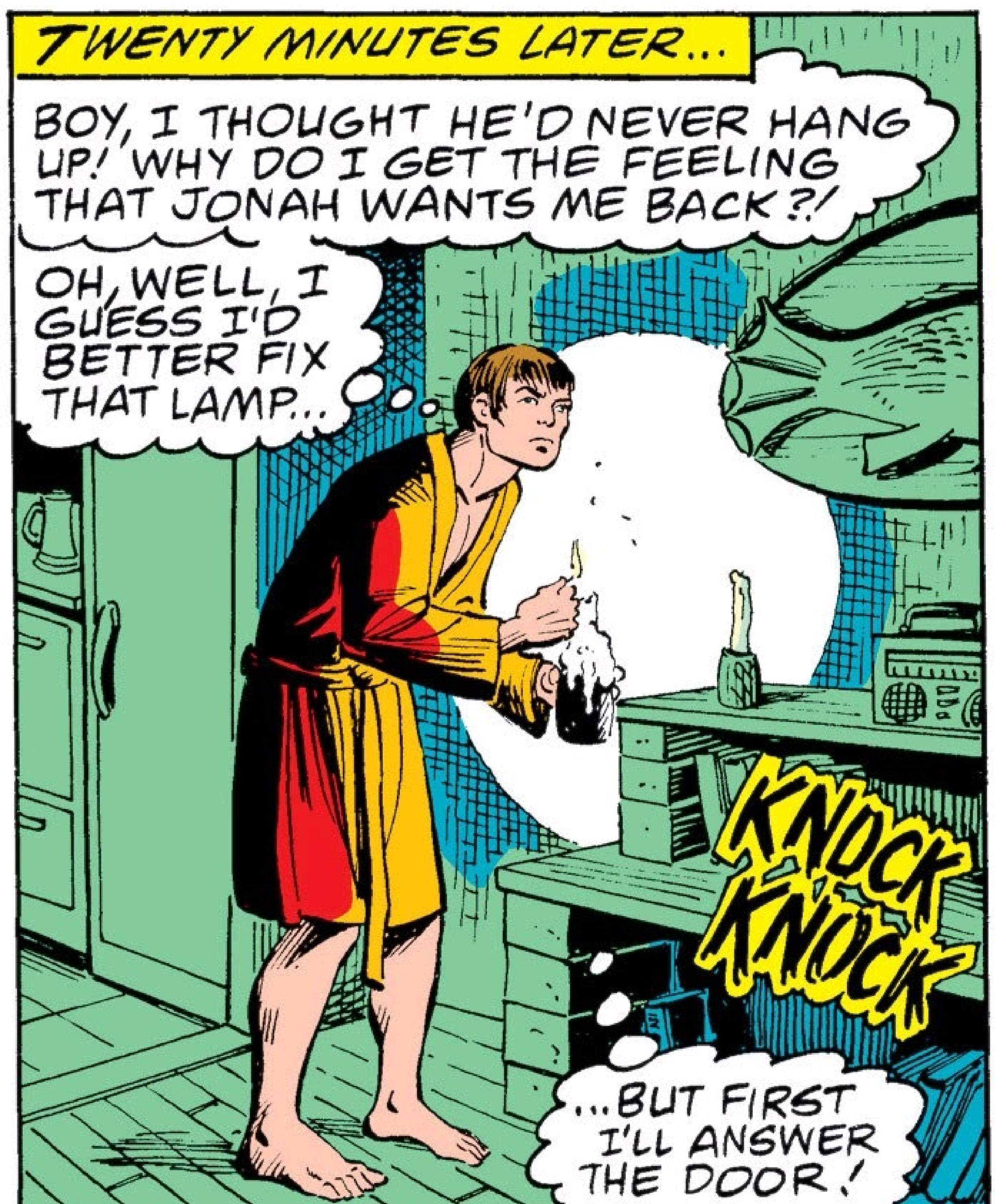

BRINNG!
THE SELF-ANALYSIS WILL HAVE TO WAIT UNTIL AFTER I ANSWER THE PHONE.


KLIK-KLIK
OH, FINE! I JUST PUT NEW BULBS IN THIS LAMP YESTERDAY! THE CRUMMY OLD SWITCH MUST HAVE FINALLY SHORTED OUT!
BRINGG!


HELLO-- PARKER HERE!
WELL, IT'S ABOUT TIME YOU GOT HOME!
JONAH? IS THAT YOU?


OF COURSE IT'S ME! THEY CAN'T KEEP J. JONAH JAMESON OUT OF CIRCULATION FOR LONG! ROBBIE TELLS ME YOU'RE STILL WORKING FOR THAT RAG, THE GLOBE!
WELL, JONAH, YOU DID FIRE ME... AND THE GLOBE DOES PAY BETTER!


SO THAT'S IT! YOU'RE SO WILLING TO SELL OUT YOUR FRIENDS HERE AT THE BUGLE FOR A FEW EXTRA BUCKS, EH? WHY, WHEN I WAS YOUR AGE--!


TWENTY MINUTES LATER...
BOY, I THOUGHT HE'D NEVER HANG UP! WHY DO I GET THE FEELING THAT JONAH WANTS ME BACK?!
OH, WELL, I GUESS I'D BETTER FIX THAT LAMP...
KNOCK KNOCK
...BUT FIRST I'LL ANSWER THE DOOR!


YES?
OH! PETER, YOU GAVE ME SUCH A START!
DEB? DEB WHITMAN? WHAT'RE YOU--?


OH... AH... I WAS IN THE NEIGHBORHOOD, AND I THOUGHT I'D JUST... DROP BY!
WELL, THEN... ENTER OPENLY AND OF YOUR OWN FREE WILL! THE SEANCE STARTS AS SOON AS I FIX MY LAMP!


SHORTLY...
THE SWITCH ON THIS HAS NEVER BEEN QUITE RIGHT I JUST NEVER GOT AROUND TO FIXING IT!
MM-HM!
SOMETHING ON YOUR MIND, DEB? YOU'RE UNUSUALLY QUIET!

NO...IT'S JUST THAT... I'VE NEVER TALKED TO A MAN IN HIS BATHROBE BEFORE!
OH... I SEE.
KLIK
HEY HOW ABOUT THAT! SOMETHING I DID CAME OUT RIGHT!

BUT THEN---

I HAD TO OPEN MY BIG MOUTH!

PETER! YOUR... YOUR BEAR!
HUH? OH, NO!

QUICK! LET'S THROW IT IN THE BATHTUB!
YEAH, I... NO! NO, NOT THE BATHTUB! I... UH... I HAVE SOME PHOTO-CHEMICALS IN THE BATHROOM--

--AND THEY MIGHT EXPLODE! I KNOW! WE'LL USE THESE CURTAINS TO SMOTHER THE FIRE!
8


AND THEN I WON'T HAVE TO EXPLAIN WHY A SPIDER-MAN SUIT IS HANGING IN MY BATHROOM.
THERE! THE FIRE'S OUT!


--AND THERE'S NOTHING TO... WORRY... ABOUT?
EXCEPT HOW TO UNSTICK A MESS OF FIBERGLASS CURTAINS.


AND THE DAY STARTED OUT SO WELL!

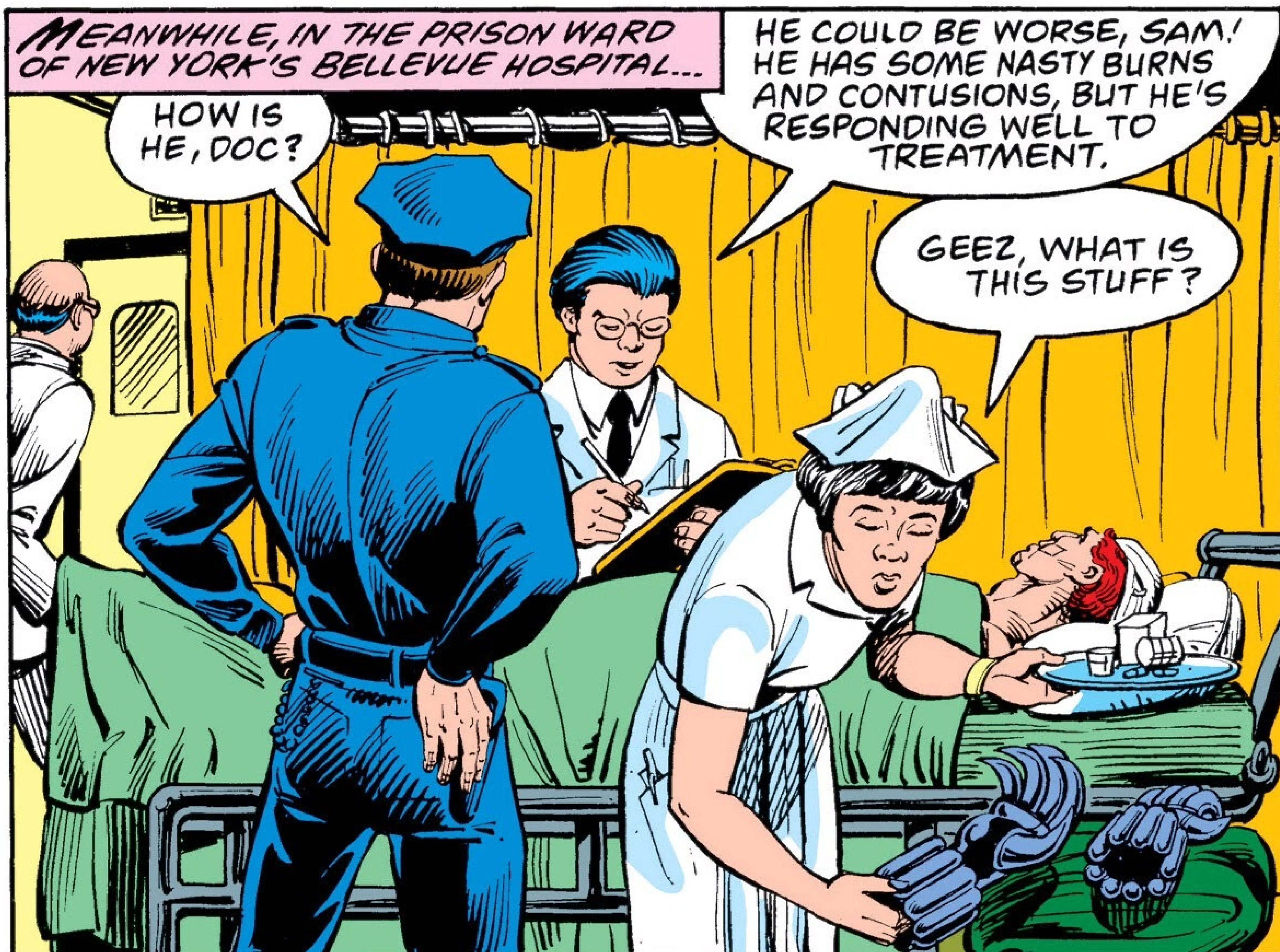

HA-HA-HA! OH, PETER--FORGIVE ME, BUT THE LOOK ON YOUR FACE! HAH-HA!
I DO LOOK PRETTY FUNNY, DON'T I--?


SOON...
COME ON! I'LL DUMP OLD SMOKEY HERE IN THE TRASH, AND WE'LL GO GET SOME COFFEE!
SURE YOU CAN GET ALONG WITHOUT YOUR STUFFED FRIEND?
HEY, NO PROBLEM!


"--I ALWAYS FELT IT WAS SILLY FOR A GROWN MAN TO HAVE A BIG STUFFED BEAR. IF IT HADN'T BEEN A GIFT, I'D HAVE DUMPED IT LONG AGO!

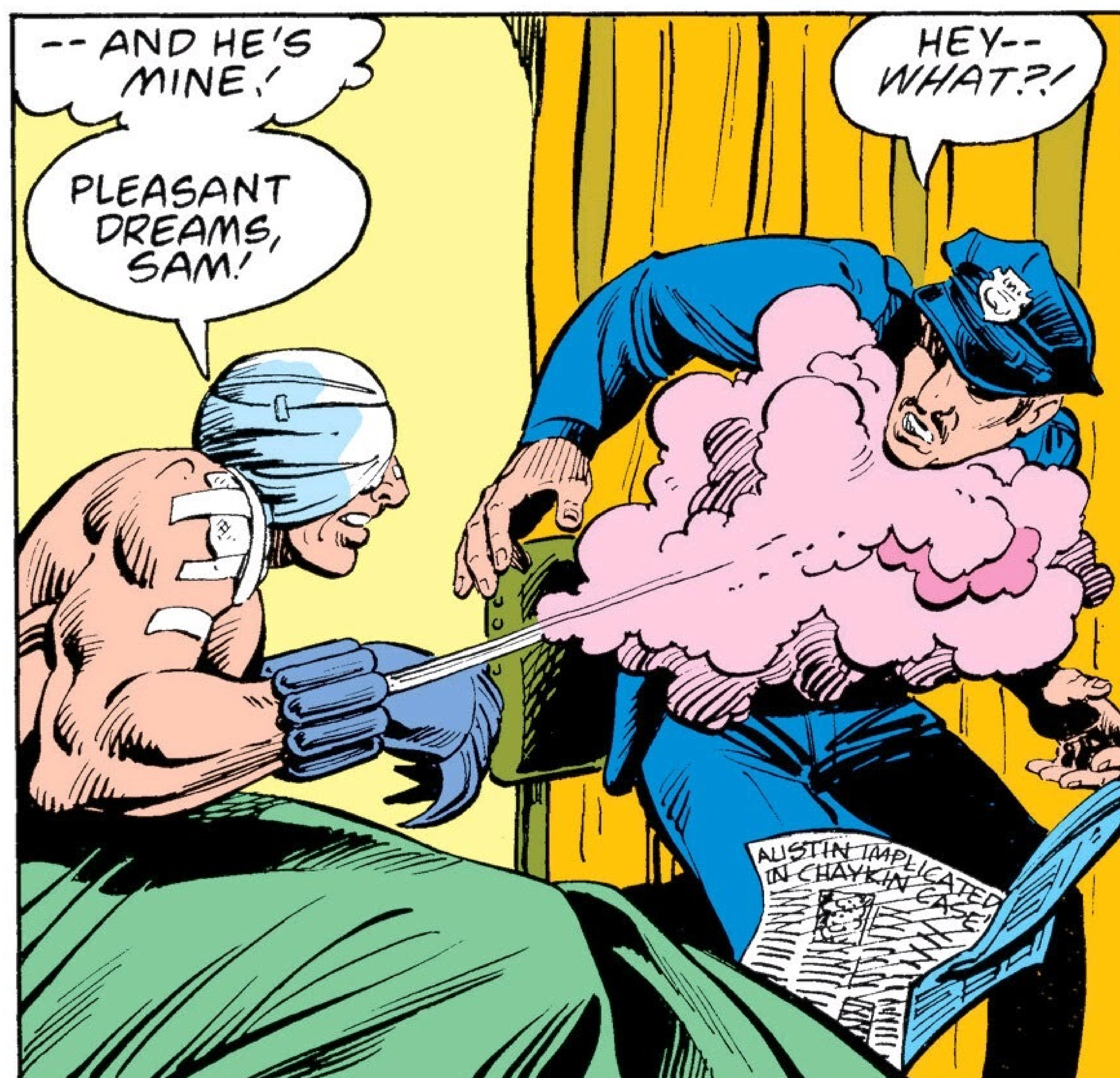

"AT LEAST I FINALLY HAVE AN EXCUSE TO GET RID OF IT!"
GOLLY!

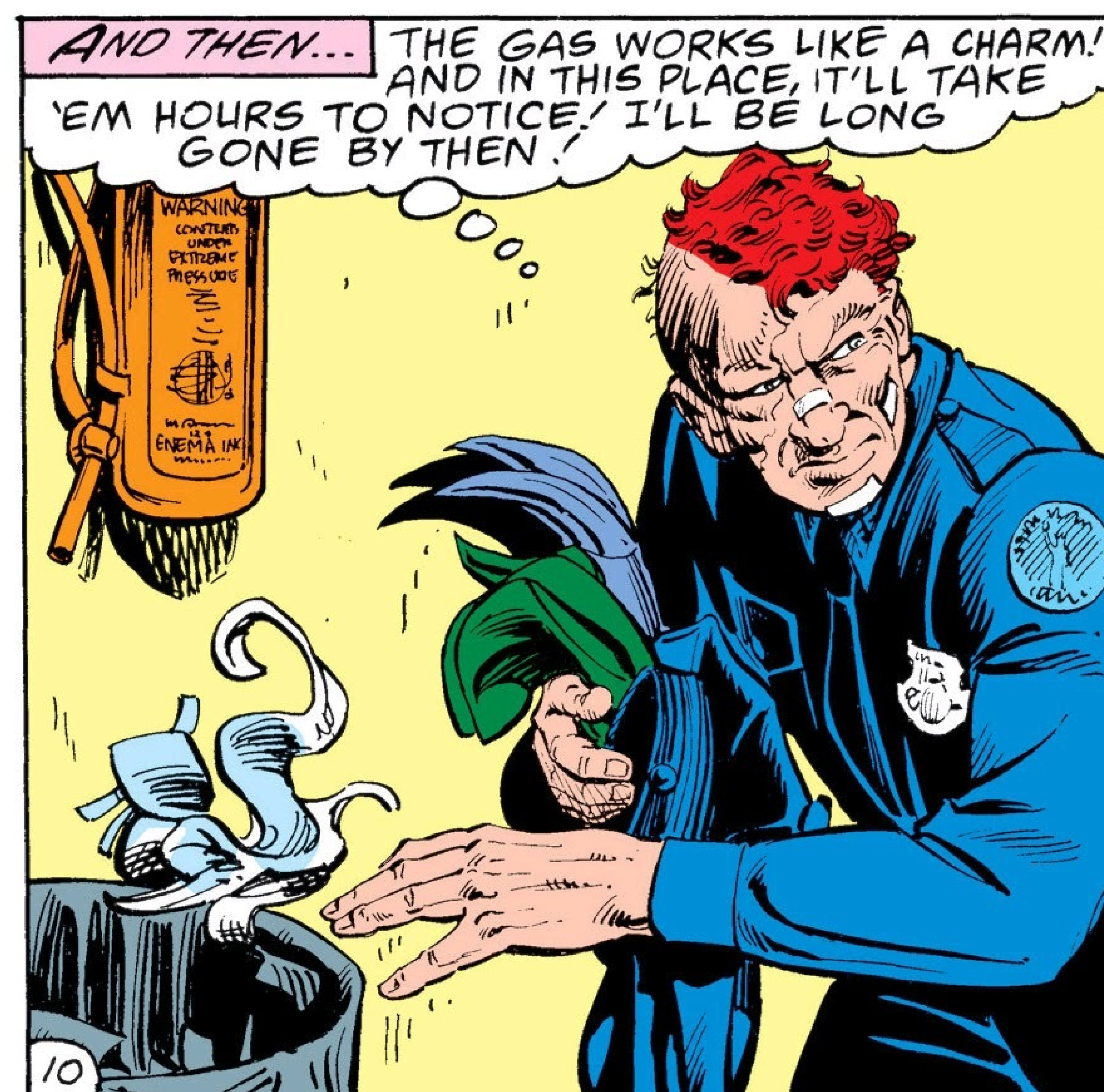

WHAT A NEAT BEAR! IT'S AMAZING WHAT SOME PEOPLE WILL THROW OUT! A LITTLE WORK, AND HE'LL BE AS GOOD AS NEW!


MEANWHILE, IN THE PRISON WARD OF NEW YORK'S BELLEVUE HOSPITAL...
HOW IS HE, DOC?
HE COULD BE WORSE, SAM! HE HAS SOME NASTY BURNS AND CONTUSIONS, BUT HE'S RESPONDING WELL TO TREATMENT.
GEEZ, WHAT IS THIS STUFF?


I FIGURE HE'LL REGAIN CONSCIOUSNESS SOON.
IN THAT CASE I'D BETTER STAY WITH HIM!
YEAH... YOU DO THAT!

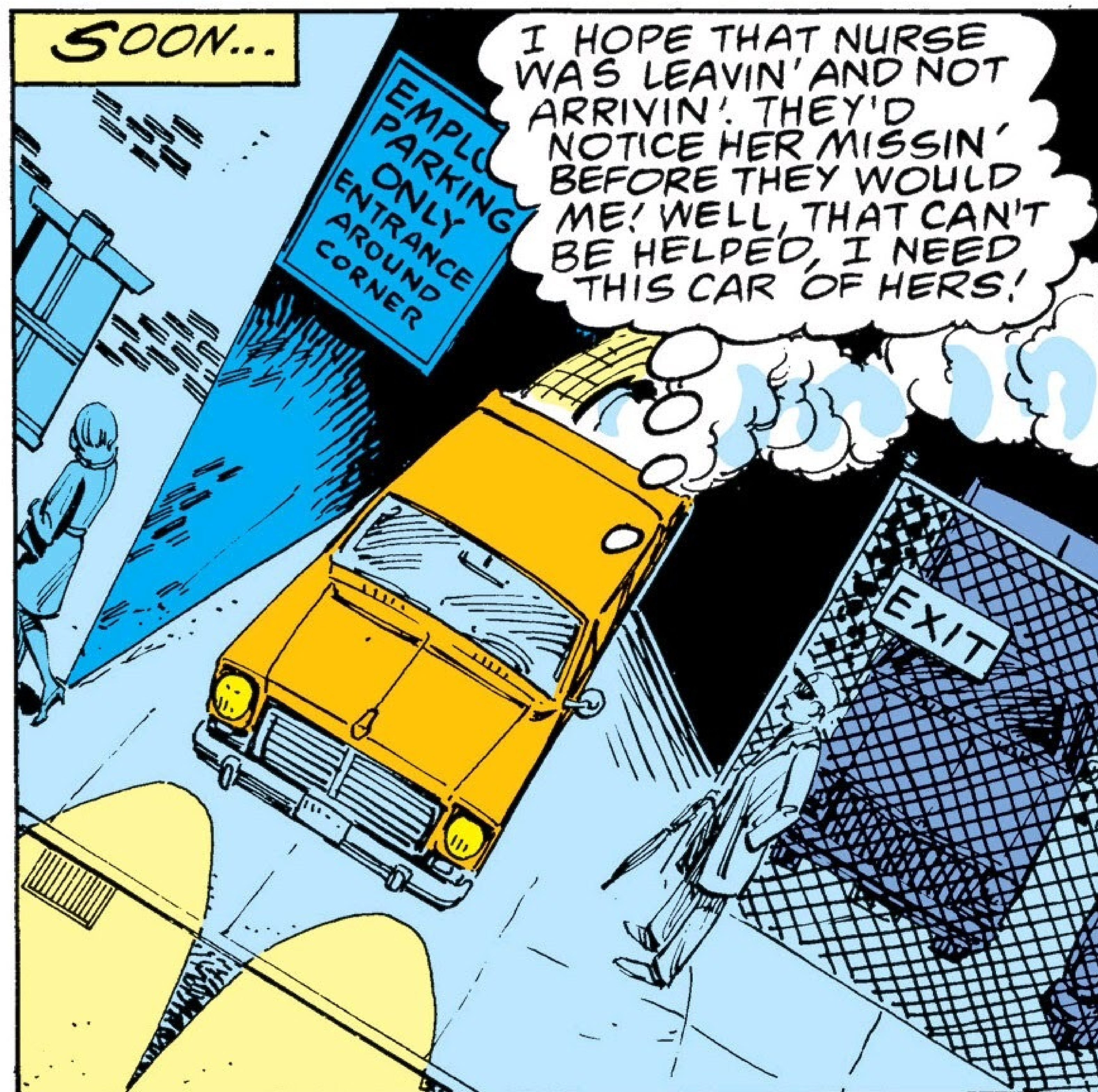

AND IN A FEW MINUTES...
IT DIDN'T TAKE HIM LONG TO GET INTERESTED IN THE SPORTS SECTION! NOW'S MY CHANCE!
I JUST HAVE TO PLAY IT SLOW AND SILENT--

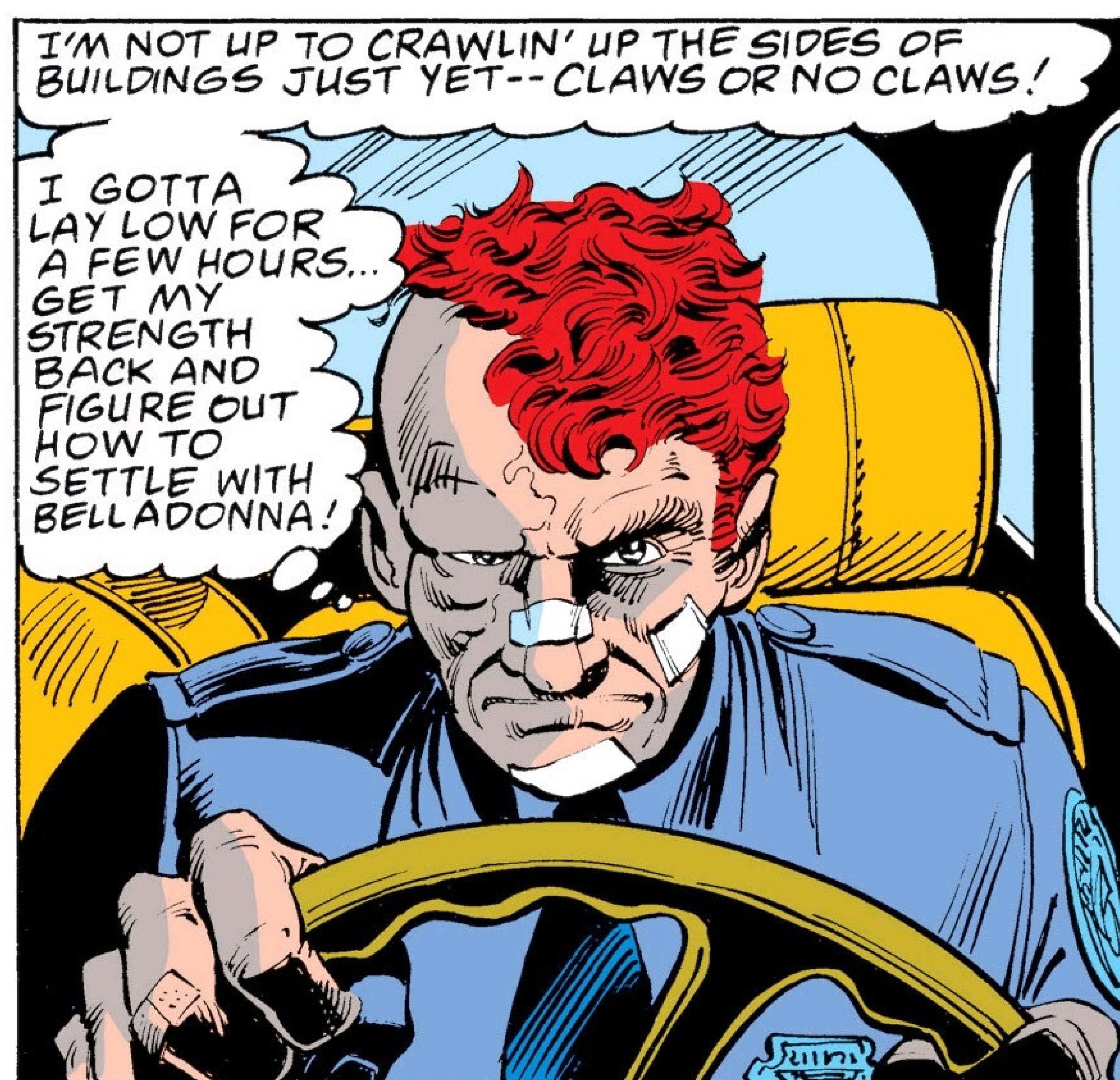

-- AND HE'S MINE!
PLEASANT DREAMS, SAM!
HEY-- WHAT?!
AUSTIN IMPLICATED IN CHAYKIN CASE

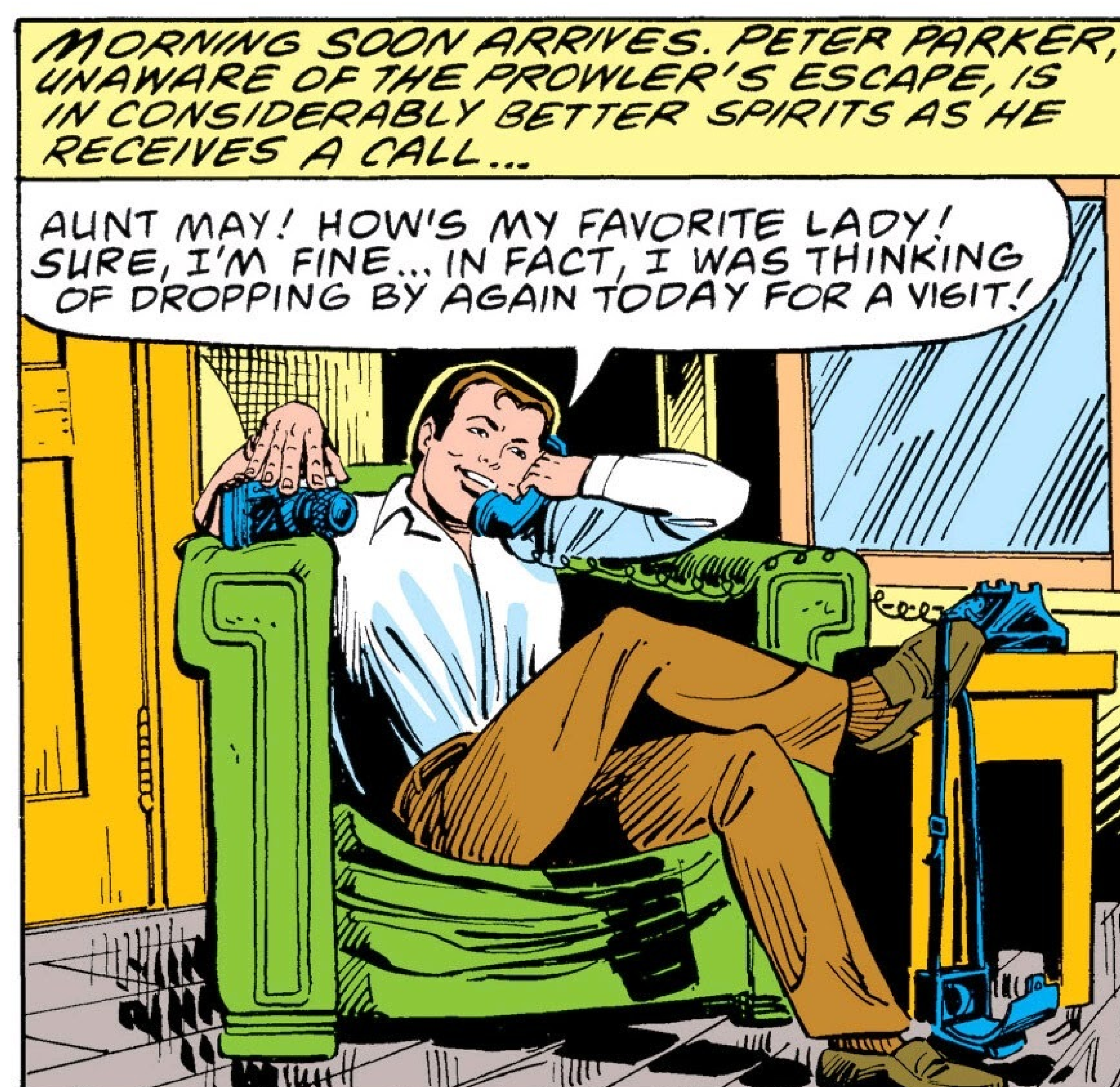

AND THEN...
THE GAS WORKS LIKE A CHARM! AND IN THIS PLACE, IT'LL TAKE 'EM HOURS TO NOTICE! I'LL BE LONG GONE BY THEN!
WARNING
ENEMA INK
10

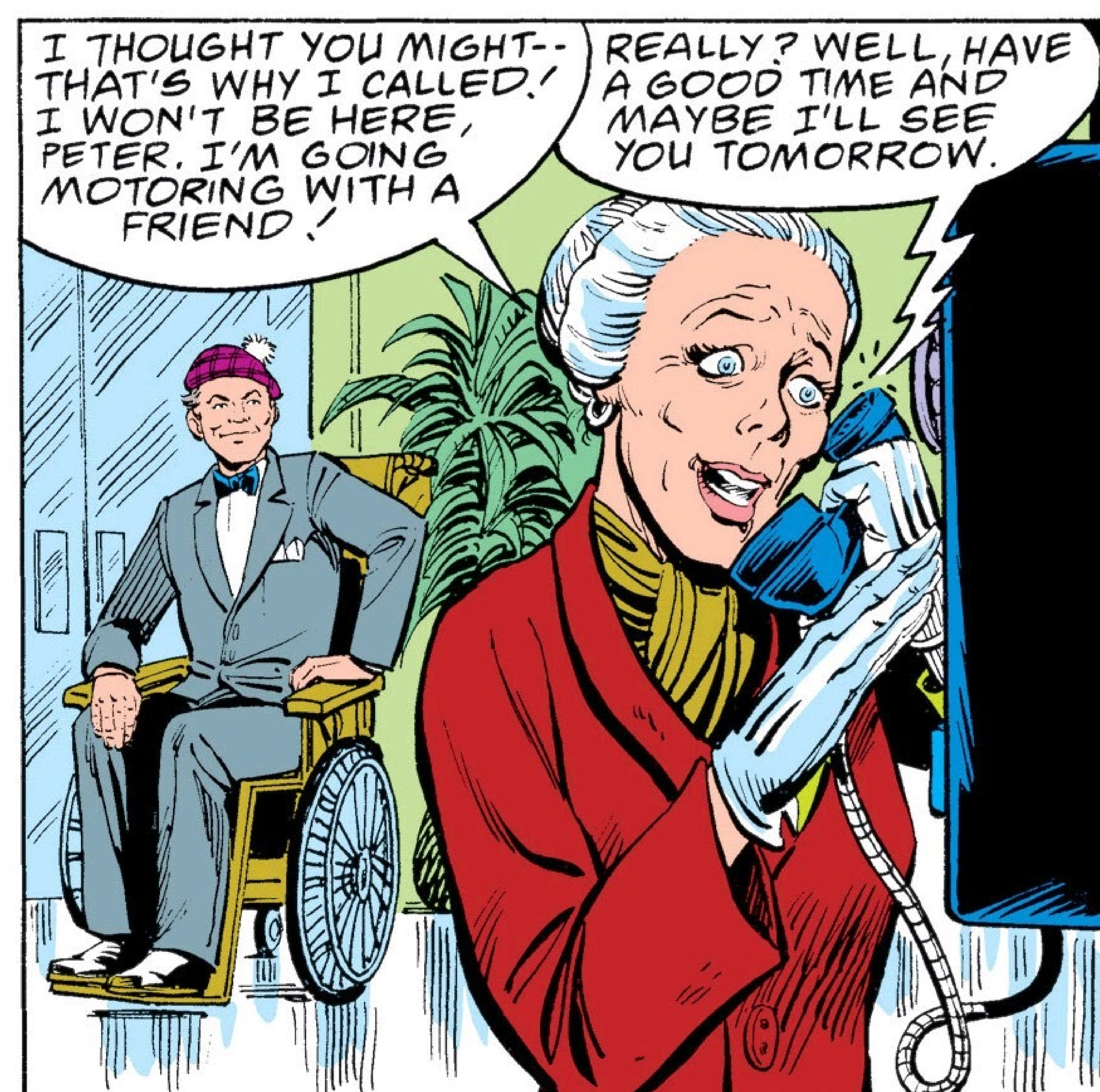

IT WAS SURE MY LUCKY DAY WHEN I LIFTED THIS GEAR FROM THE ORIGINAL PROWLER!*
I'M TAKIN' THIS STUFF IN FOR EVIDENCE! SAM IS STAYIN' WITH THE PRISONER!
HUH? OH... ALL RIGHT. SAY, YOU'D BETTER GET THAT FACE TAKEN CARE OF!
RIGHT.
W.C.
*SEE LAST ISSUE.--D.


SHORTLY, IN THE HOSPITAL PARKING LOT...
OH, YOU STARTLED ME, OFFICER! IS THERE SOMETHING I CAN DO FOR YOU?
YEAH... I THINK SO!

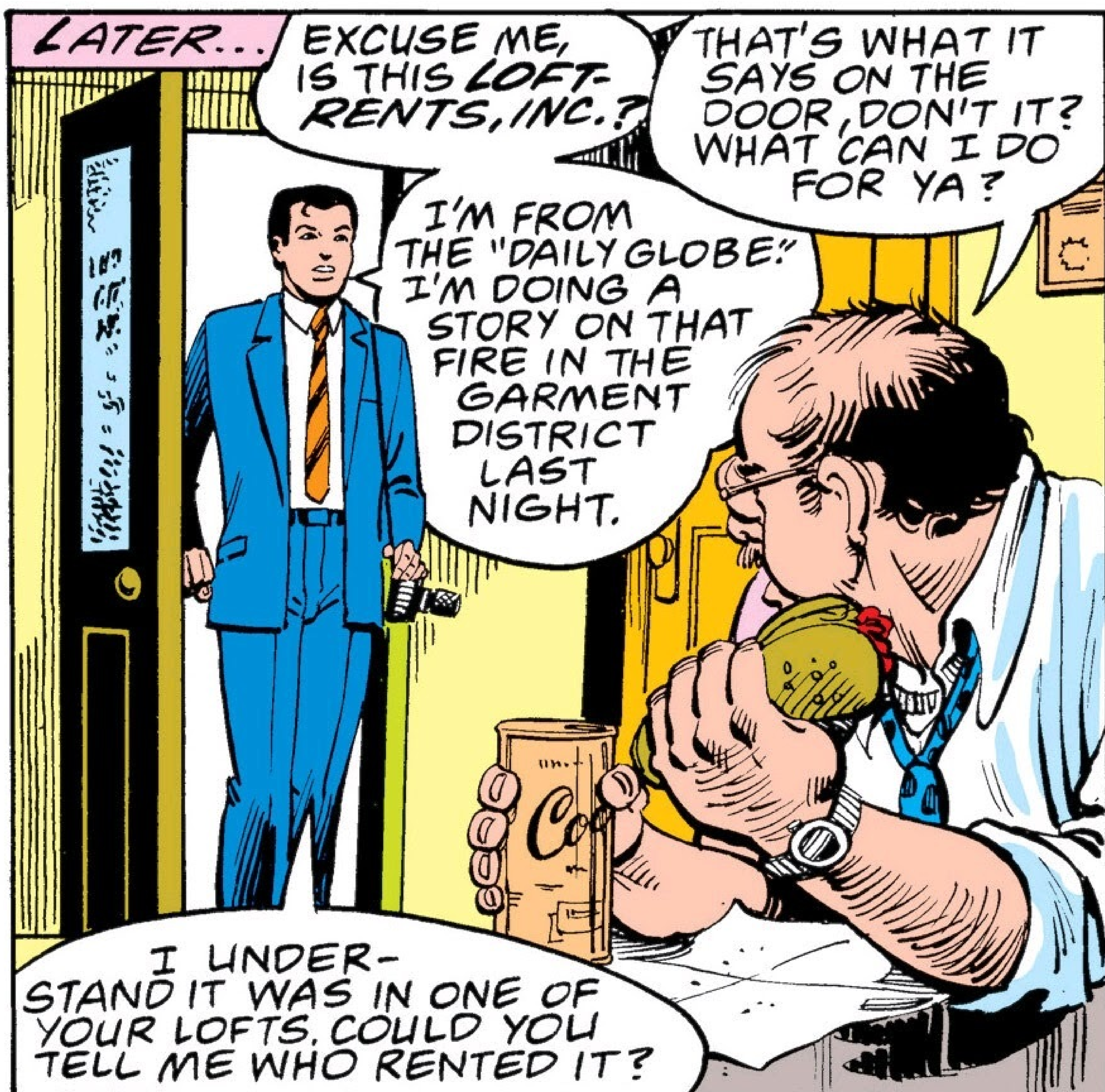

SOON...
I HOPE THAT NURSE WAS LEAVIN' AND NOT ARRIVIN'. THEY'D NOTICE HER MISSIN' BEFORE THEY WOULD ME! WELL, THAT CAN'T BE HELPED, I NEED THIS CAR OF HERS!
ENTRANCE AROUND CORNER
EXIT

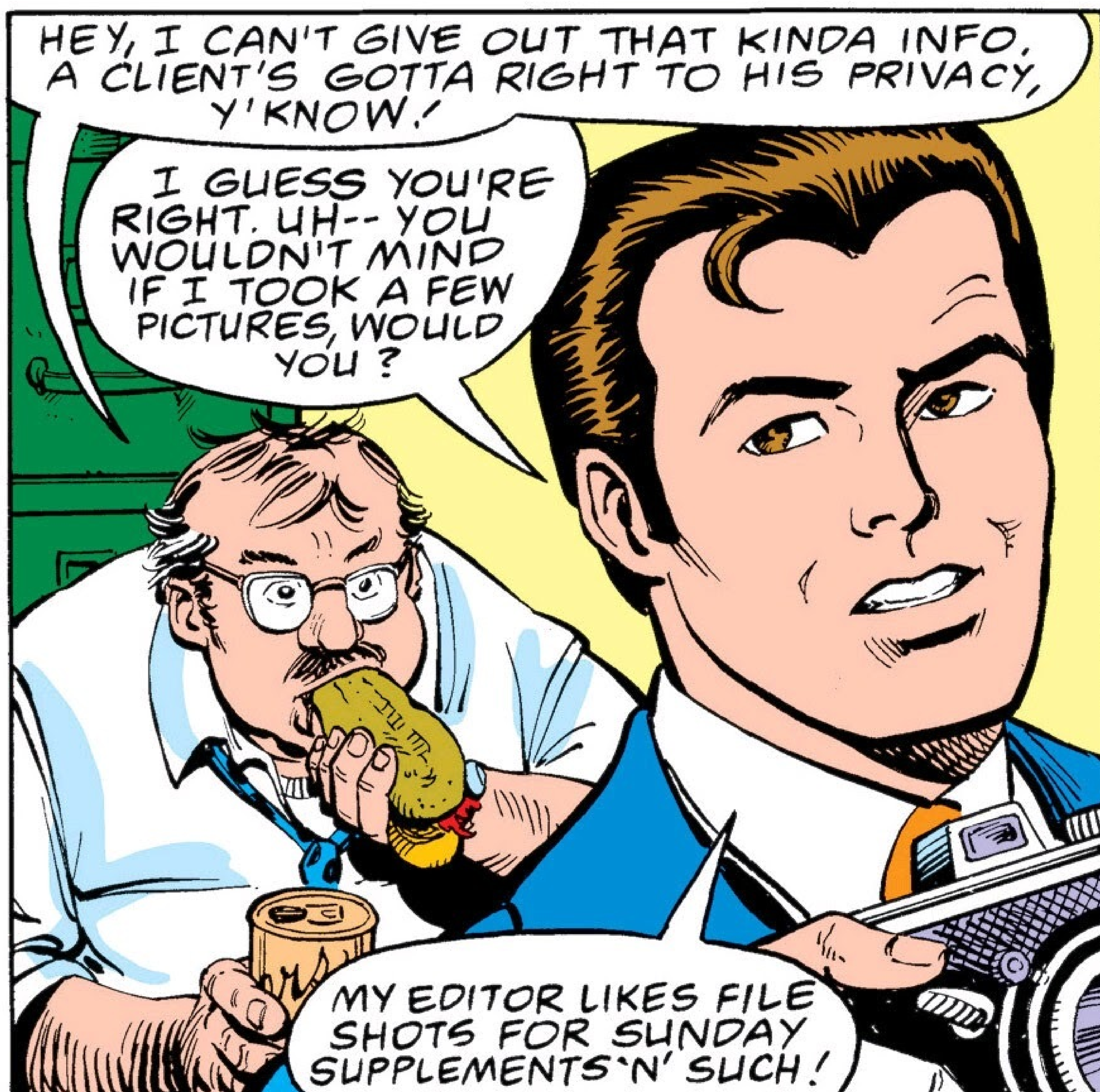

I'M NOT UP TO CRAWLIN' UP THE SIDES OF BUILDINGS JUST YET-- CLAWS OR NO CLAWS!
I GOTTA LAY LOW FOR A FEW HOURS... GET MY STRENGTH BACK AND FIGURE OUT HOW TO SETTLE WITH BELLADONNA!

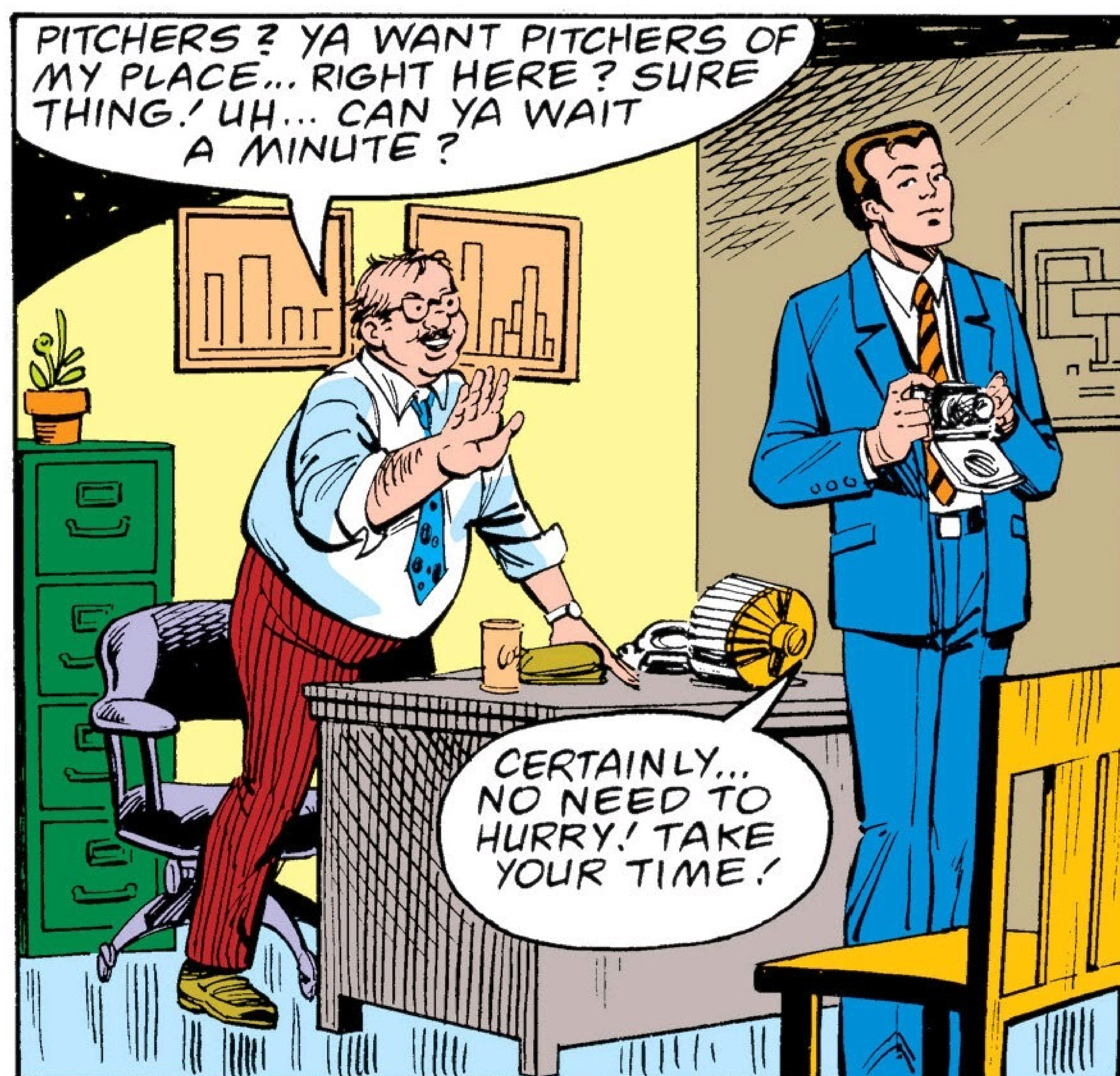

MORNING SOON ARRIVES. PETER PARKER, UNAWARE OF THE PROWLER'S ESCAPE, IS IN CONSIDERABLY BETTER SPIRITS AS HE RECEIVES A CALL...
AUNT MAY! HOW'S MY FAVORITE LADY! SURE, I'M FINE... IN FACT, I WAS THINKING OF DROPPING BY AGAIN TODAY FOR A VISIT!


I THOUGHT YOU MIGHT-- THAT'S WHY I CALLED! I WON'T BE HERE, PETER. I'M GOING MOTORING WITH A FRIEND!
REALLY? WELL, HAVE A GOOD TIME AND MAYBE I'LL SEE YOU TOMORROW.


IT'S GOOD TO HEAR HER IN SUCH GOOD SPIRITS! I FELT SO GUILTY WHEN SHE HAD TO GO INTO THAT NURSING HOME BUT IT ACTUALLY SEEMS TO HAVE DONE HER SOME GOOD!
WELL, AS MAY'S NOT GOING TO BE HOME, AND I DON'T HAVE ANY CLASSES TODAY-- THERE'S ANOTHER LITTLE ERRAND I OUGHT TO PERFORM!


LATER...
EXCUSE ME, IS THIS LOFT-RENTS, INC.?
THAT'S WHAT IT SAYS ON THE DOOR, DON'T IT? WHAT CAN I DO FOR YA?
I'M FROM THE "DAILY GLOBE." I'M DOING A STORY ON THAT FIRE IN THE GARMENT DISTRICT LAST NIGHT.
I UNDER-STAND IT WAS IN ONE OF YOUR LOFTS. COULD YOU TELL ME WHO RENTED IT?


HEY, I CAN'T GIVE OUT THAT KINDA INFO. A CLIENT'S GOTTA RIGHT TO HIS PRIVACY, Y'KNOW!
I GUESS YOU'RE RIGHT. UH-- YOU WOULDN'T MIND IF I TOOK A FEW PICTURES, WOULD YOU?
MY EDITOR LIKES FILE SHOTS FOR SUNDAY SUPPLEMENTS 'N' SUCH!


PITCHERS? YA WANT PITCHERS OF MY PLACE... RIGHT HERE? SURE THING! UH... CAN YA WAIT A MINUTE?
CERTAINLY... NO NEED TO HURRY! TAKE YOUR TIME!


WHILE YOU'RE GONE, I'LL JUST TAKE A PEEK AT YOUR FILE OF RENTERS!
AH-- HERE'S THE ADDRESS! THE LOFT WITH BELLADONNA'S DEATH-TRAP WAS RENTED BY... DESIREE VAUGHN-POPE!

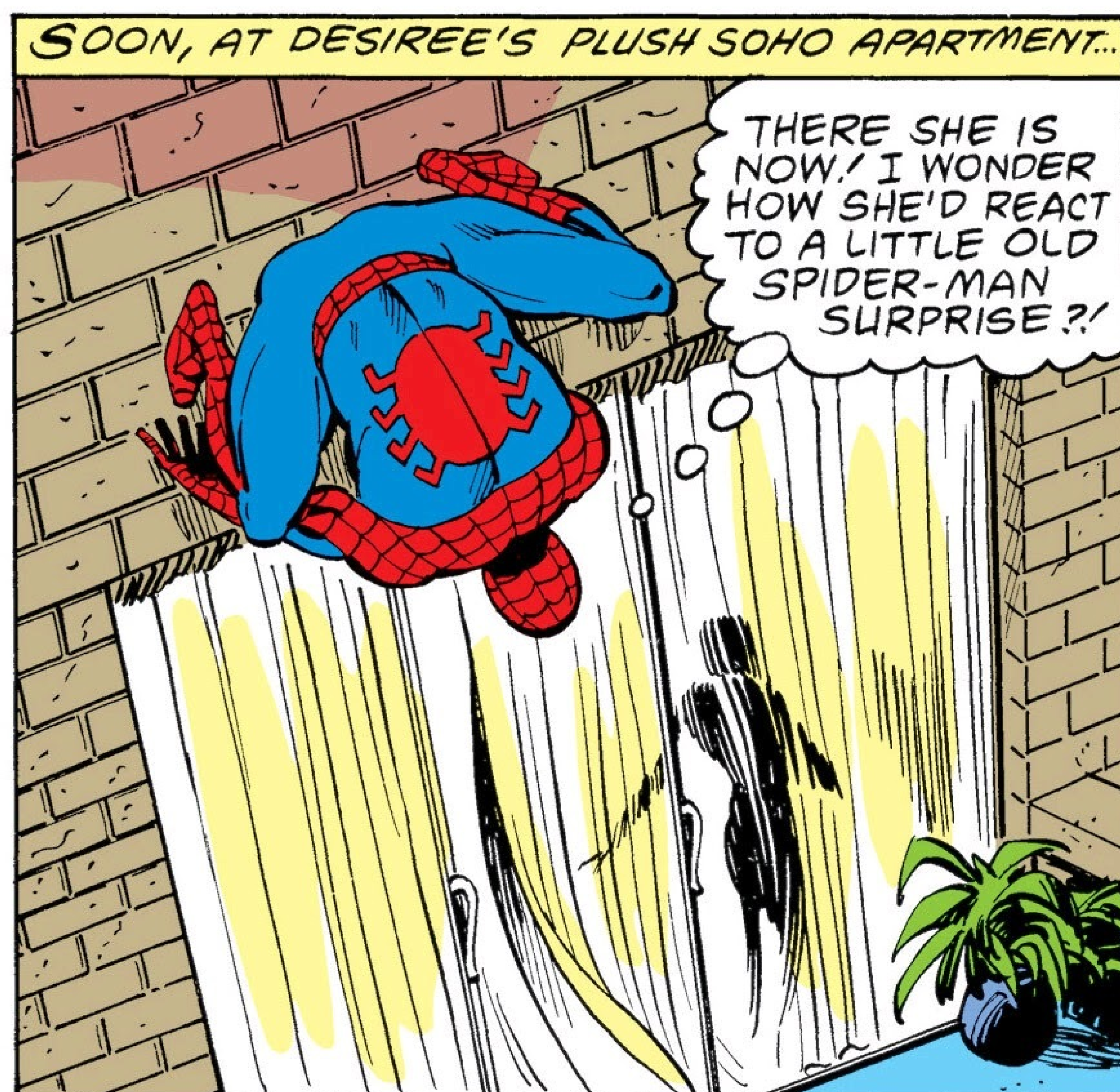

SUDDENLY, A LOT OF THINGS ARE FALLING INTO PLACE! MRS. VAUGHN-POPE FINGERED SPIDER-MAN IN THAT KILLING! AND, LIKE BELLADONNA, SHE DIDN'T SEEM TO BE TOO FOND OF THE NAME "RODERICK KINGSLEY!" *
THINK I'LL CHECK THIS OUT WITH MY "FASHION EXPERT" AT THE GLOBE!
HELLO, SANDY JONES? PARKER HERE! WHAT CAN YOU TELL ME ABOUT DESIREE VAUGHN-POPE?
* SEE LAST ISSUE.-- D.

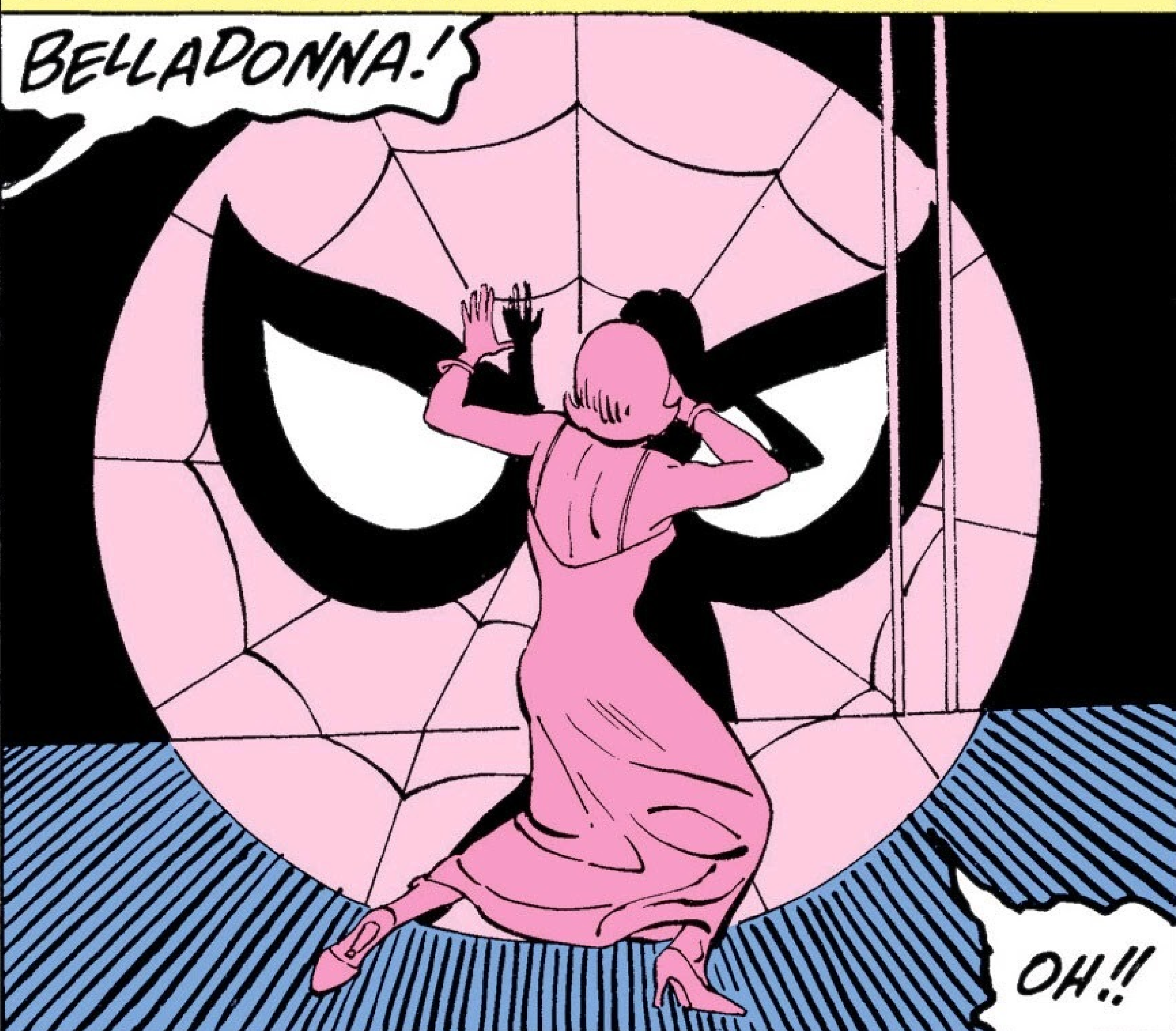

AND, NO SOONER HAS PETER FINISHED HIS CALL THAN...
OKAY, PAL-- I'M ALL READY FOR THEM PITCHERS!
UH... YEAH!

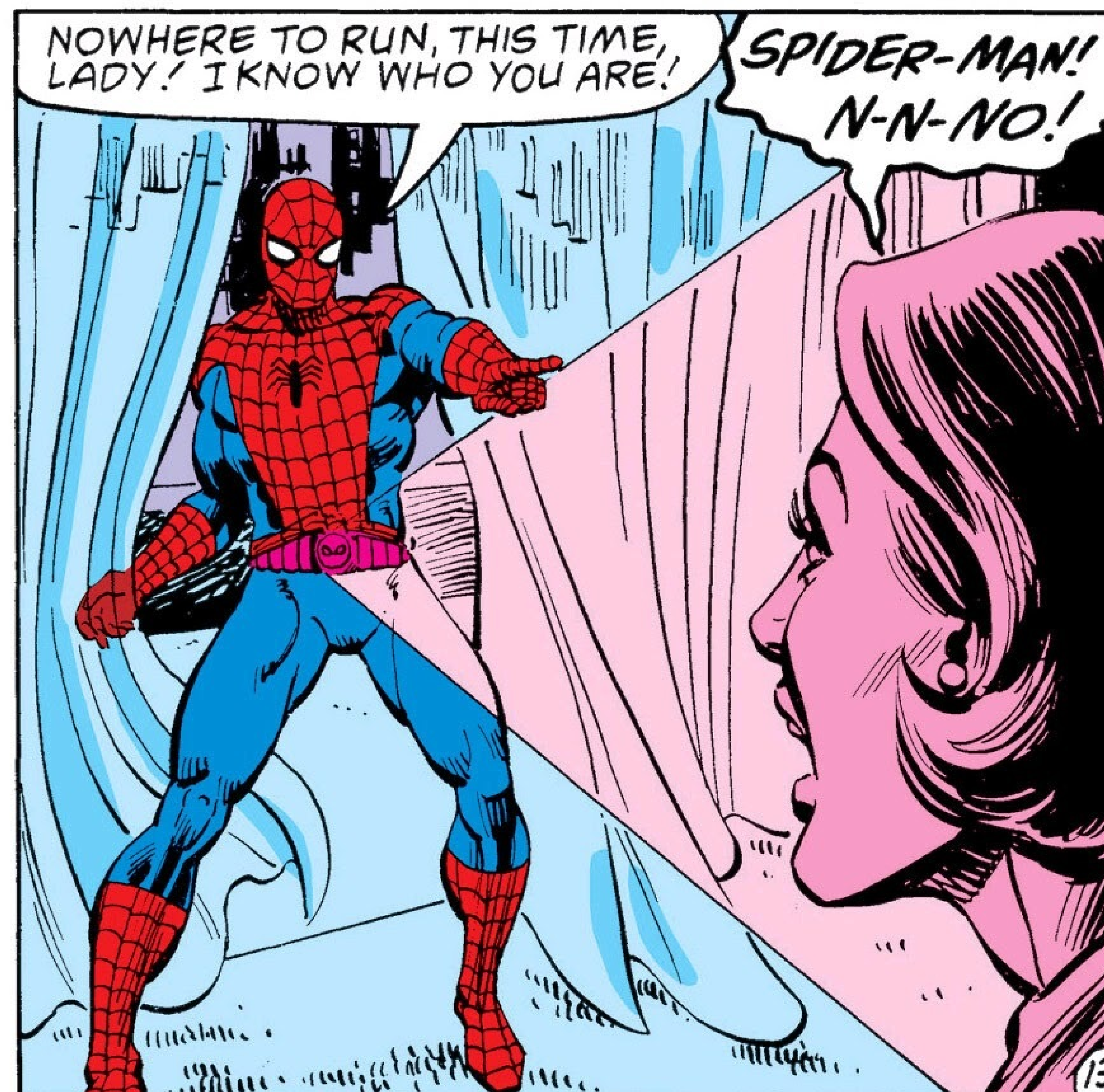

TWO ROLLS OF FILM LATER...
"SEND ME A DOZEN PRINTS," HE SAYS! I'LL SEND HIM HIS PRINTS, ALL RIGHT... AND WAIT TILL HE SEES THE BILL! HAH!


ANYWAY, I'VE GOT A REAL LEAD IN MRS. VAUGHN-POPE! ACCORDING TO SANDY, SHE HAD SOME SORT OF FASHION BUSINESS THAT ROD KINGSLEY BOUGHT OUT!
FROM WHAT I'VE SEEN OF OL' RODDY, I'LL BET THE TRANSACTION WASN'T PLEASANT! IT'S A CINCH THAT DESIREE VAUGHN-POPE IS BELLADONA!


"NOW THAT I THINK ABOUT IT, IT SEEMS SCREAMINGLY CLEAR! BELLADONNA BEARS QUITE A RESEMBLANCE-- EVEN IN HER DISGUISE -- TO DESIREE!"


SOON, AT DESIREE'S PLUSH SOHO APARTMENT...
THERE SHE IS NOW! I WONDER HOW SHE'D REACT TO A LITTLE OLD SPIDER-MAN SURPRISE?!


ALIGHTING ON THE BALCONY, SPIDER-MAN FLIPS A SWITCH ON THE BELT BENEATH HIS SHIRT, SPOTLIGHTING THE WOMAN IN HIS SPIDER-SIGNAL!
BELLADONNA!
OH!!


NOWHERE TO RUN, THIS TIME, LADY! I KNOW WHO YOU ARE!
SPIDER-MAN! N-N-NO!

HEY, YOU'RE NOT DESIREE VAUGHN-POPE!
NO... NO, I'M HER SISTER! I-I'M NARDA... NARDA RAVANNA!
WELL, I'VE DONE IT AGAIN!
MY APOLOGY, MS. RAVANNA! I WAS LOOKING FOR YOUR SISTER!

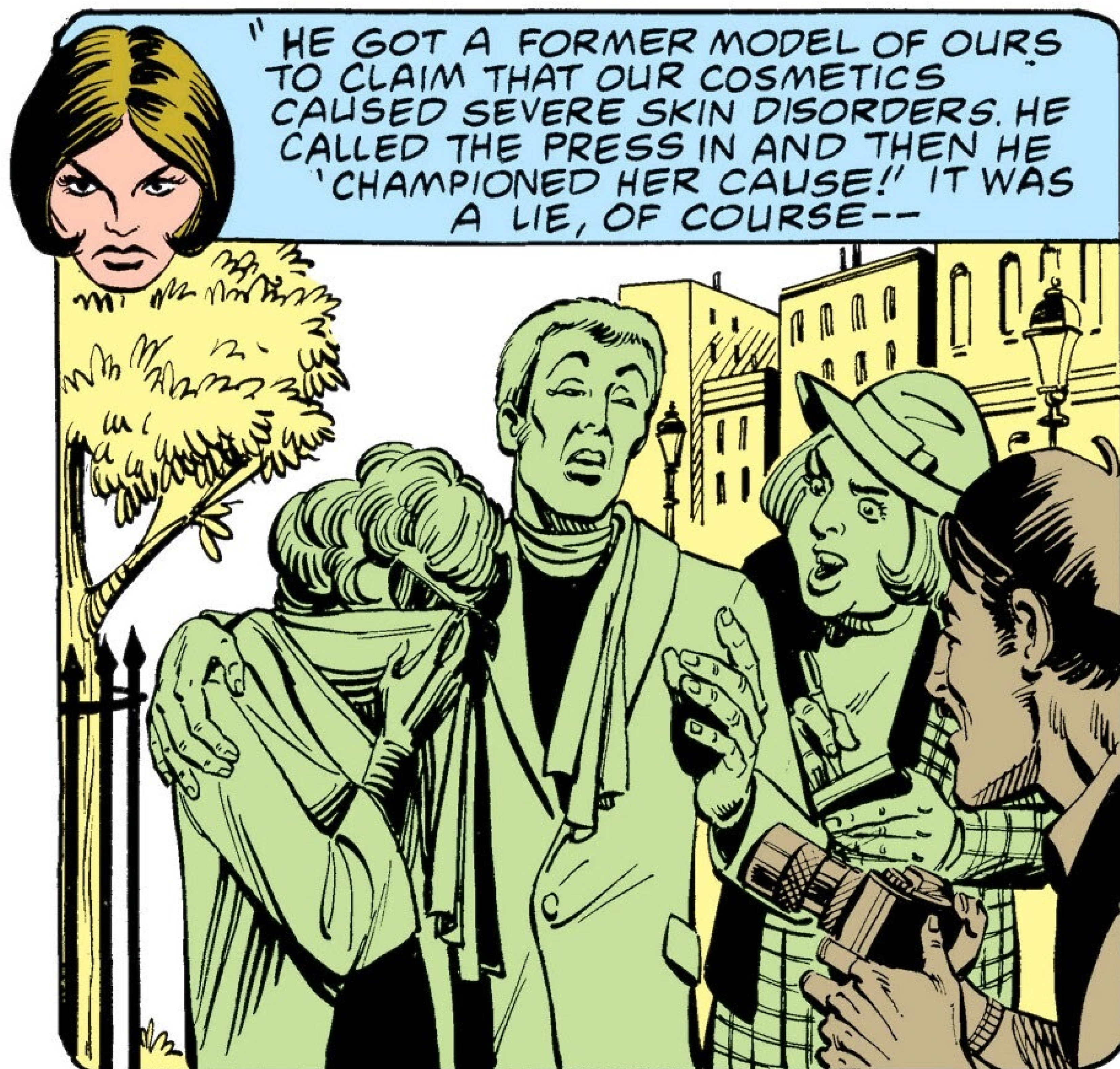
W-WHAT DO YOU WANT WITH DESIREE? I... OH, THE MURDER!
IT'S NOT WHAT YOU THINK--AND I DIDN'T KILL CHARLIE McGUIRE! SOMEONE ELSE DID!
I THINK YOUR SISTER MAY BE PLOTTING AGAINST A MAN NAMED RODERICK KINGSLEY!
THAT'S ABSURD! DESIREE WOULDN'T HARM A FLY!

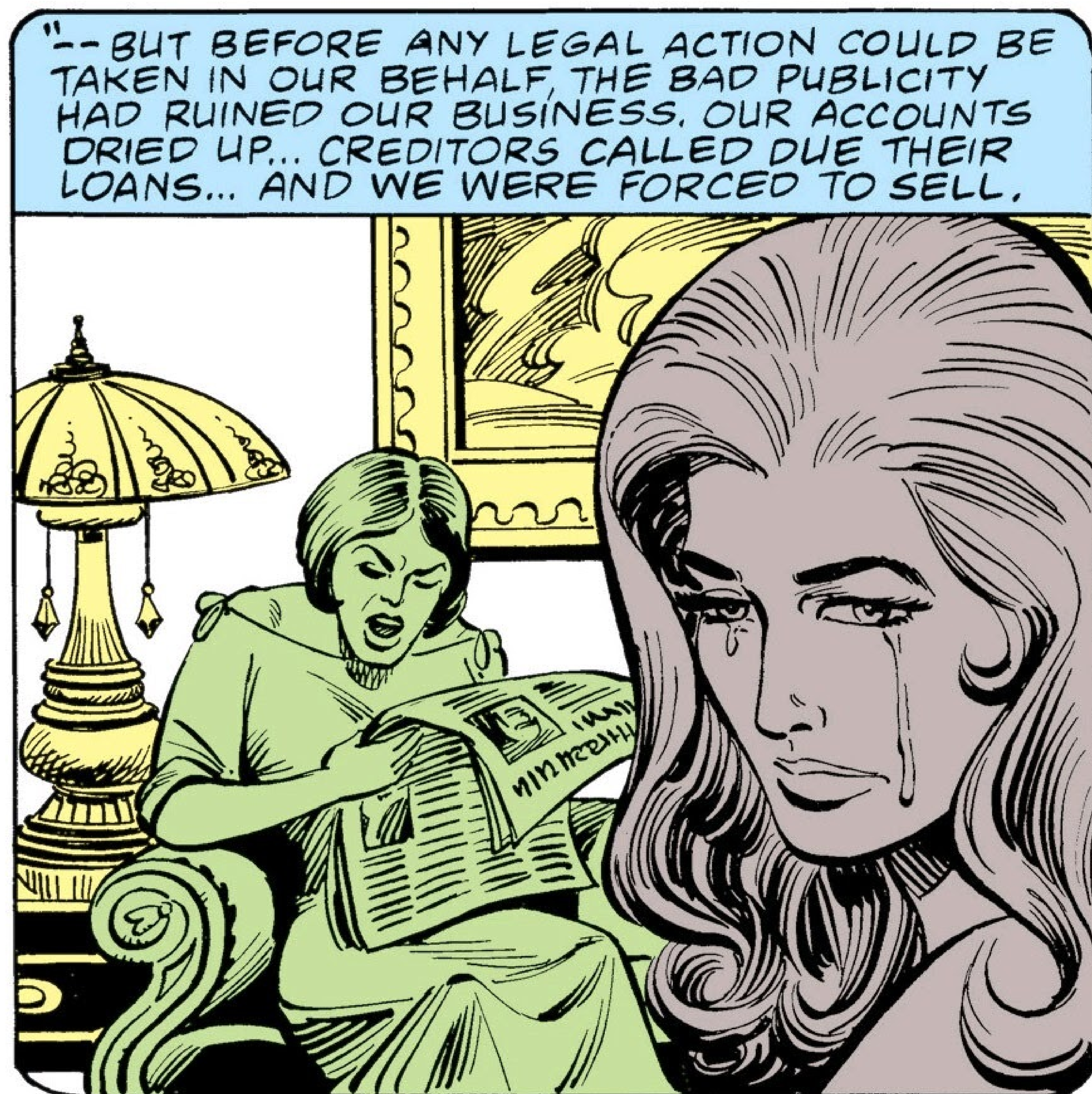
BESIDES, IF SHE WERE TO GO AFTER KINGSLEY, SHE'D DO IT WITH THE FASHION WORLD'S BLESSING! BEFORE THAT SLIME STUCK HIS CLAWS INTO US--
"--DESIREE AND I OWNED ONE OF THE LARGEST FASHION HOUSES IN EUROPE!

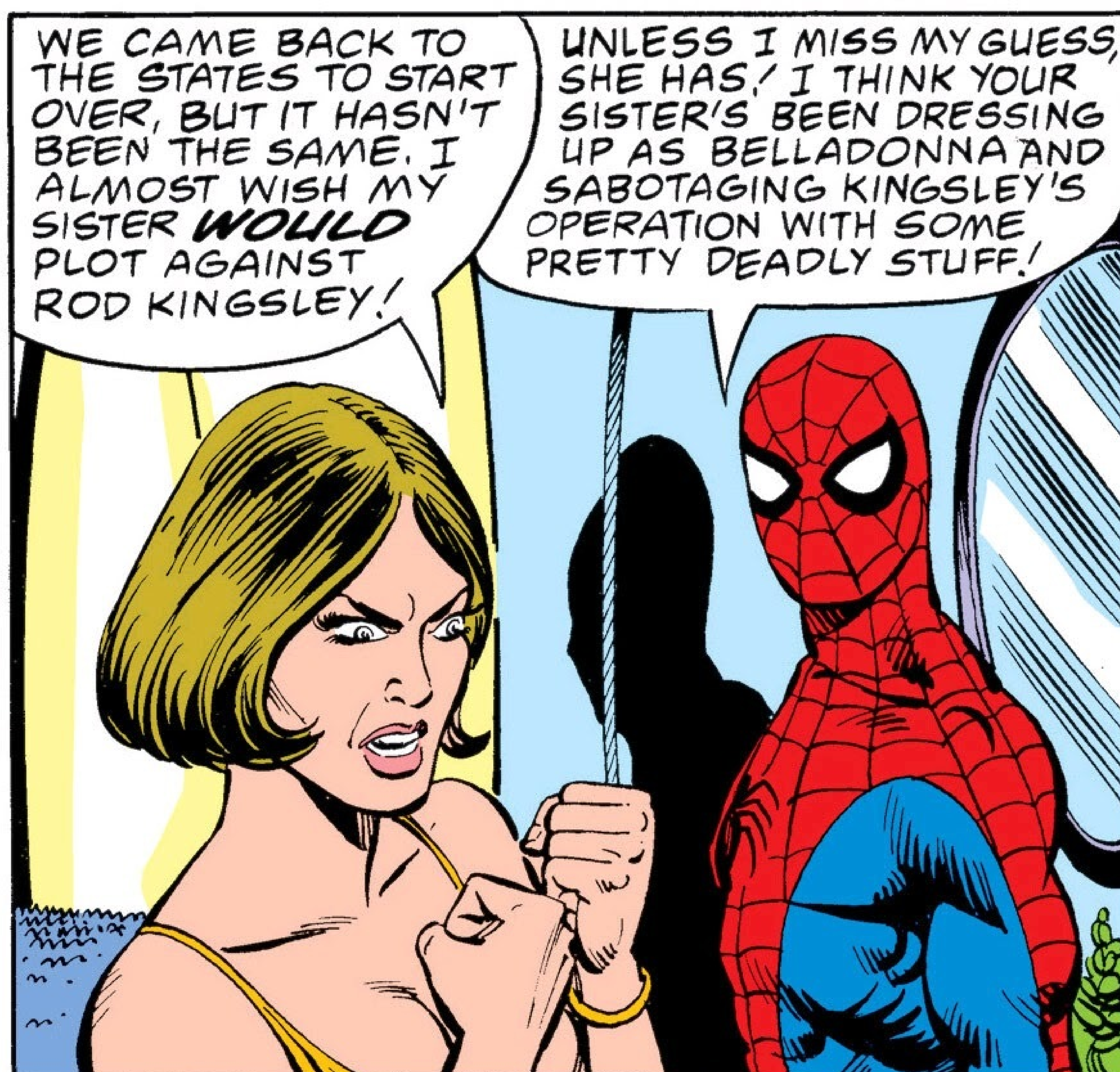
"MY SISTER HANDLED THE BUSINESS AND DESIGNS, AND I SUPERVISED THE LABS WHICH PRODUCED A WHOLE LINE OF VAUGHN-POPE COSMETICS!

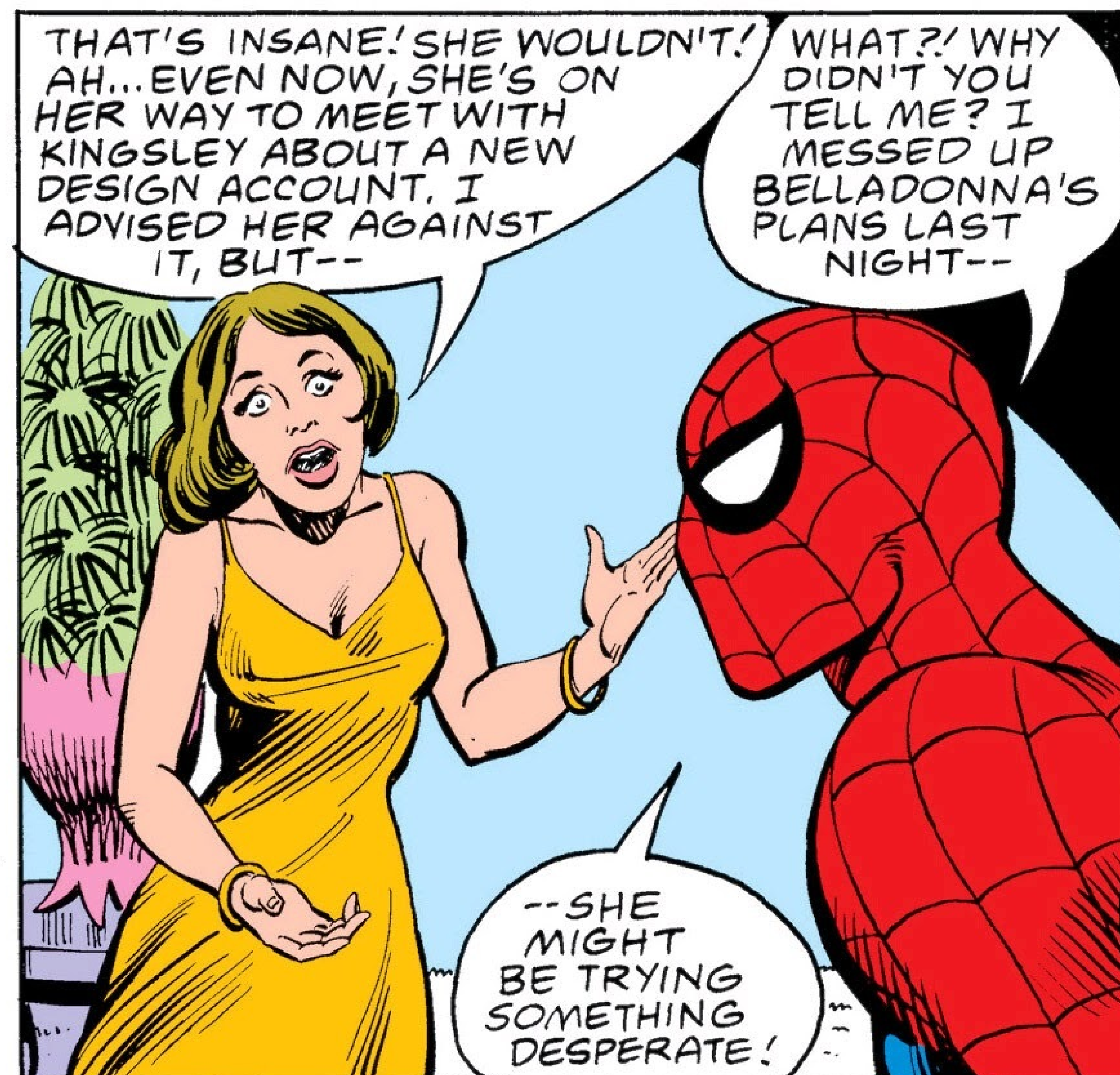
"YOU SEE, DESIREE HAD INHERITED THE BUSINESS FROM HER SECOND HUSBAND--AND THE TWO OF US BUILT IT INTO A FASHION EMPIRE!
" IT WAS THE HAPPIEST TIME OF OUR LIVES!

"AND THEN ROD KINGSLEY ENTERED THE PICTURE. HE TRIED TO BUY US OUT, BUT DESIREE WOULDN'T SELL... SO HE CONSPIRED TO RUIN US!
WOMEN'S WEAR DAILY
VAUGHN-POPE CLINCHES CONTRACT
INDUSTRY LOOKS TO SISTERS

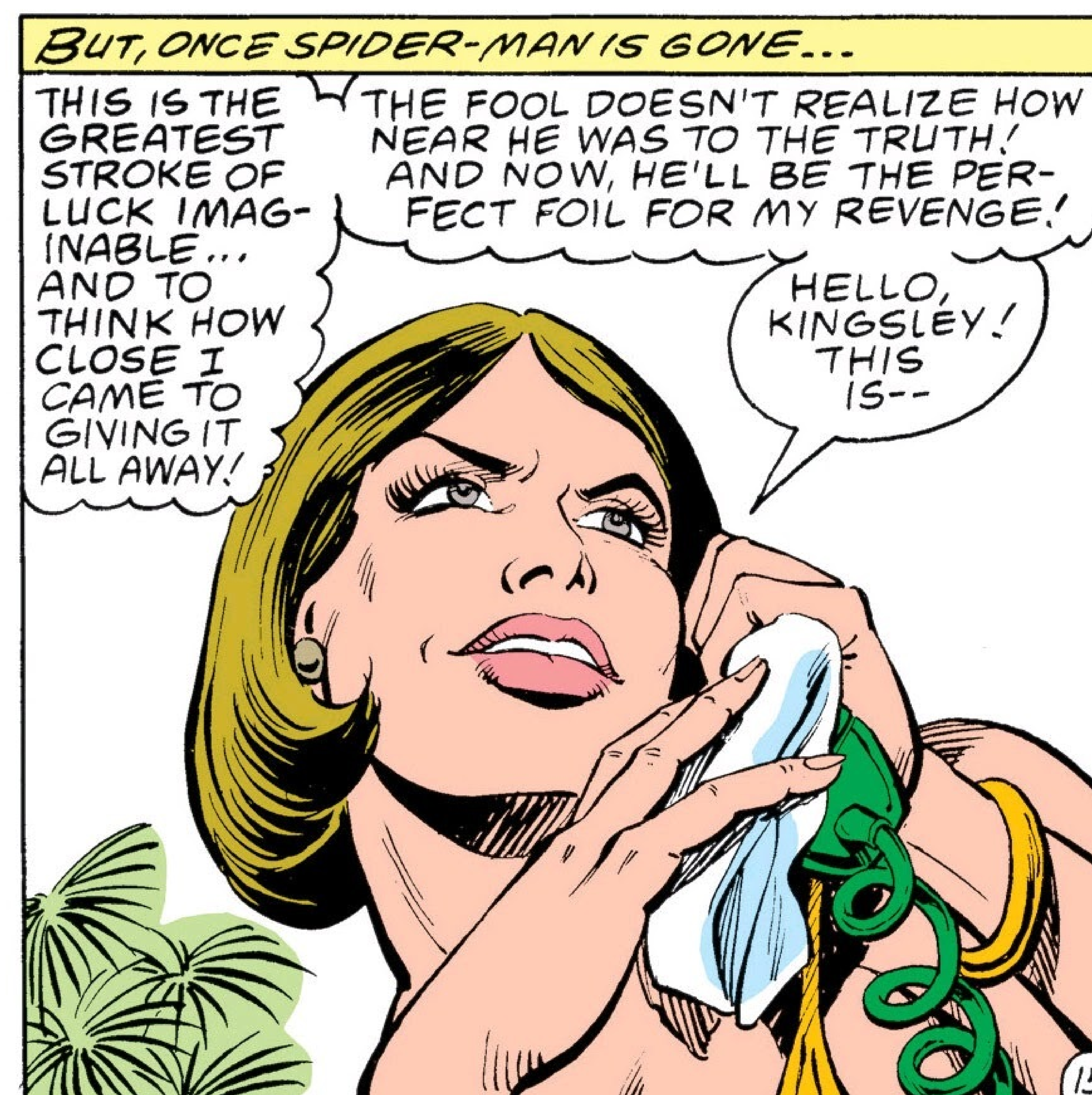

"HE GOT A FORMER MODEL OF OURS TO CLAIM THAT OUR COSMETICS CAUSED SEVERE SKIN DISORDERS. HE CALLED THE PRESS IN AND THEN HE 'CHAMPIONED HER CAUSE!' IT WAS A LIE, OF COURSE--

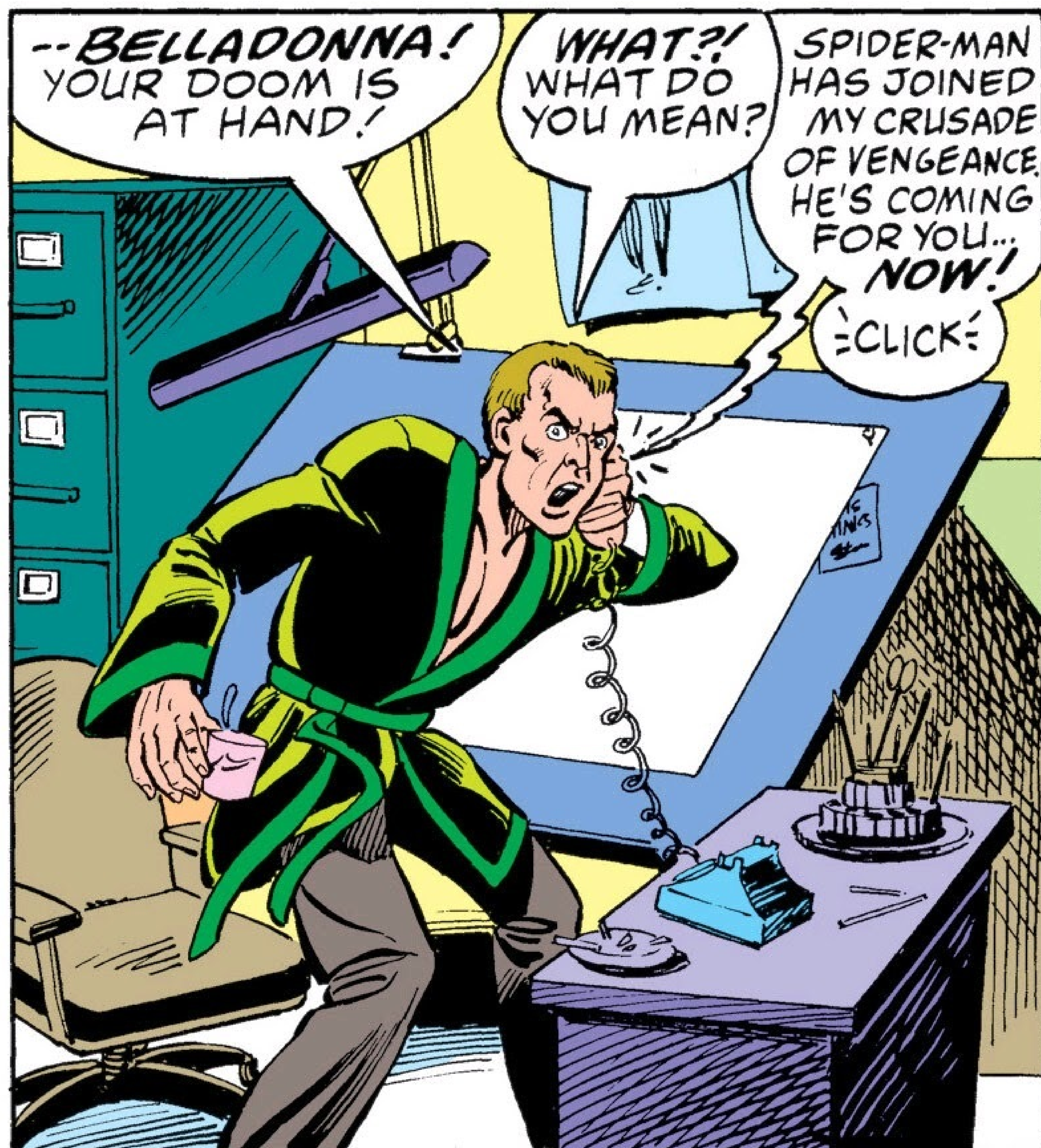

"--BUT BEFORE ANY LEGAL ACTION COULD BE TAKEN IN OUR BEHALF, THE BAD PUBLICITY HAD RUINED OUR BUSINESS. OUR ACCOUNTS DRIED UP... CREDITORS CALLED DUE THEIR LOANS... AND WE WERE FORCED TO SELL.


WE CAME BACK TO THE STATES TO START OVER, BUT IT HASN'T BEEN THE SAME. I ALMOST WISH MY SISTER **WOULD** PLOT AGAINST ROD KINGSLEY!
UNLESS I MISS MY GUESS, SHE HAS! I THINK YOUR SISTER'S BEEN DRESSING UP AS BELLADONNA AND SABOTAGING KINGSLEY'S OPERATION WITH SOME PRETTY DEADLY STUFF!

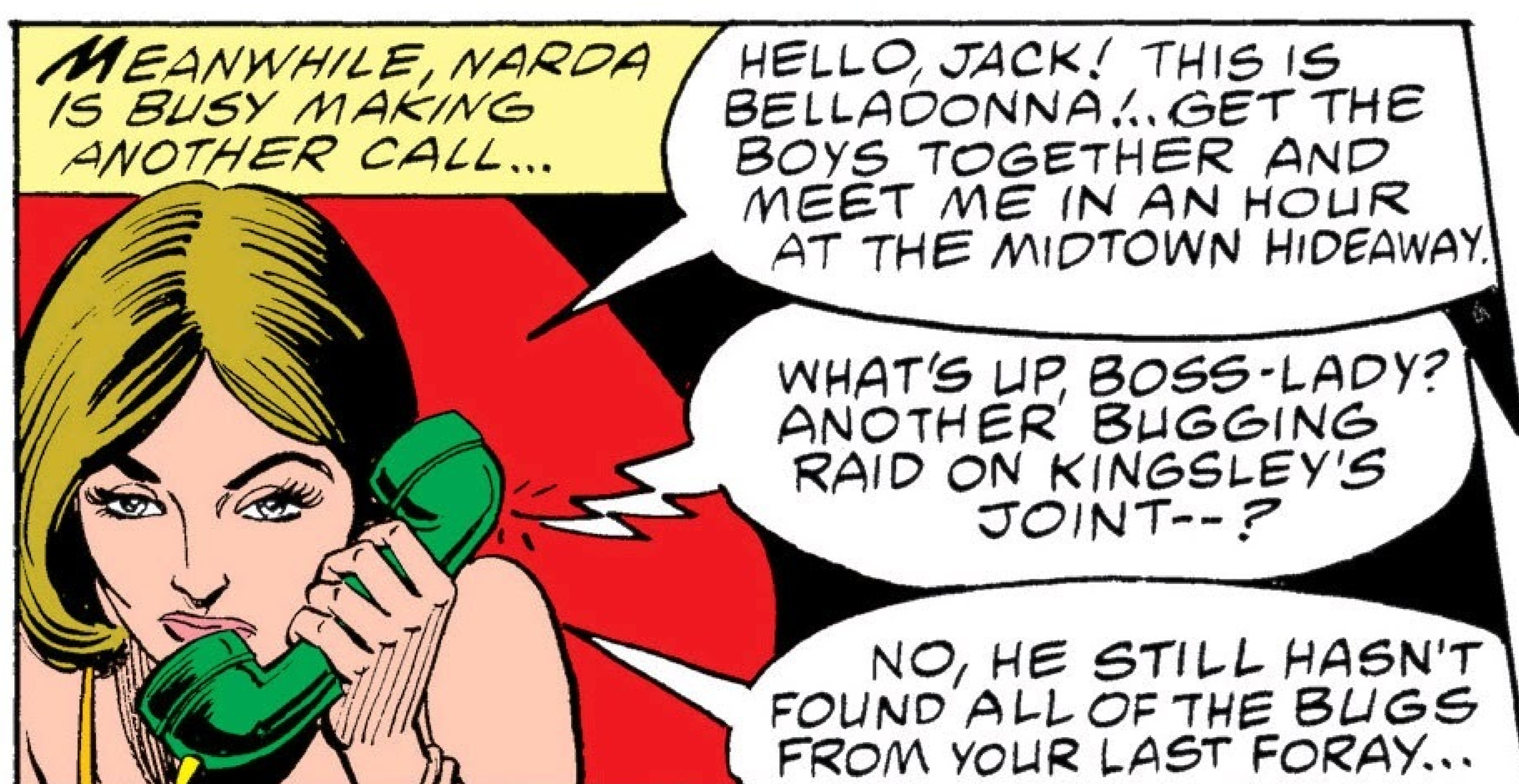

THAT'S INSANE! SHE WOULDN'T! AH...EVEN NOW, SHE'S ON HER WAY TO MEET WITH KINGSLEY ABOUT A NEW DESIGN ACCOUNT. I ADVISED HER AGAINST IT, BUT--
WHAT?! WHY DIDN'T YOU TELL ME? I MESSED UP BELLADONNA'S PLANS LAST NIGHT--
--SHE MIGHT BE TRYING SOMETHING DESPERATE!

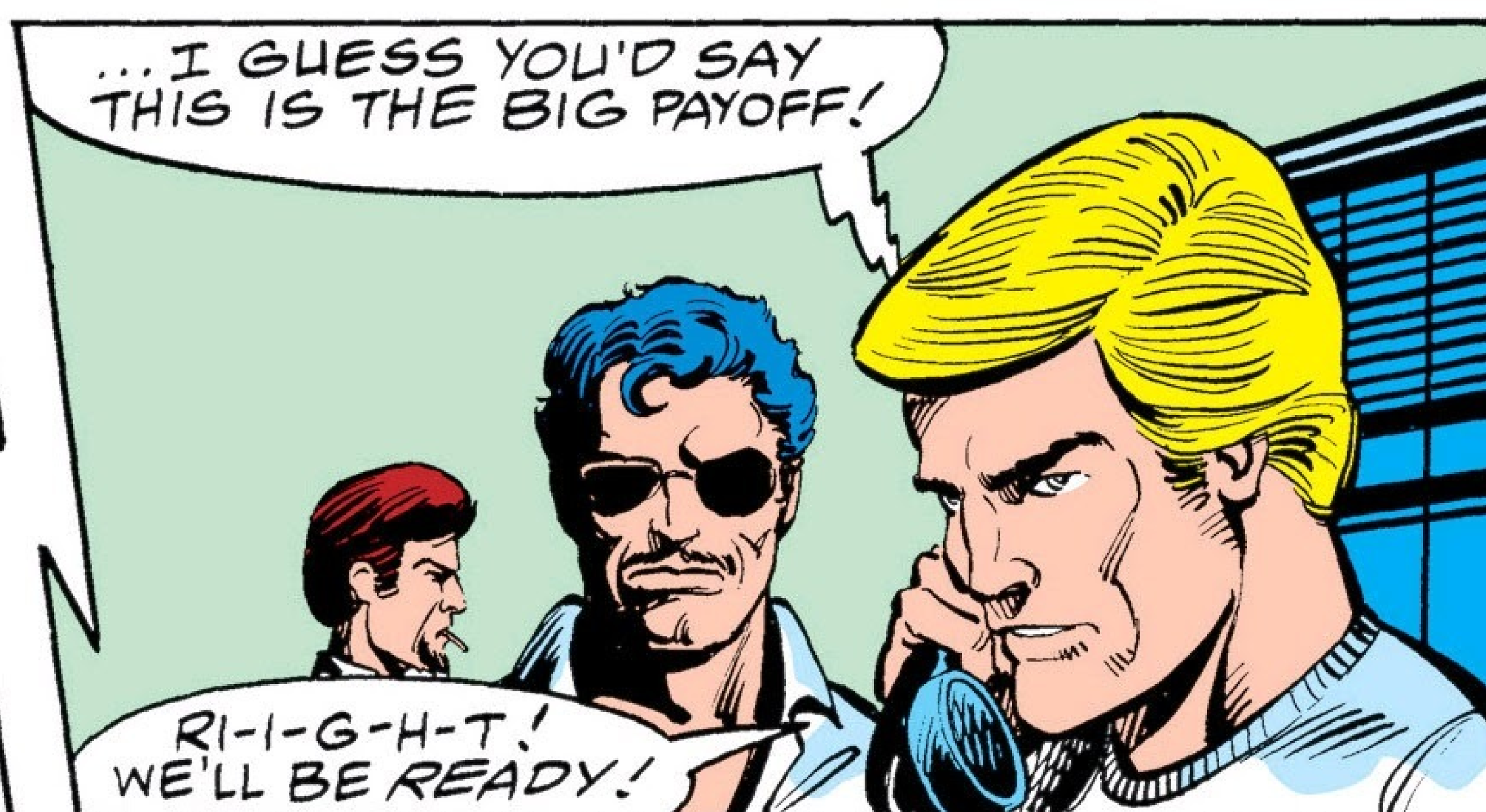

WAIT! WHERE ARE YOU GOING? YOU'RE NOT GOING TO KINGSLEY'S?!
SORRY, LADY! I HAVE TO STOP YOUR SISTER BEFORE SHE COMMITS ANY MORE MAYHEM!


BUT, ONCE SPIDER-MAN IS GONE...
THIS IS THE GREATEST STROKE OF LUCK IMAGINABLE... AND TO THINK HOW CLOSE I CAME TO GIVING IT ALL AWAY!
THE FOOL DOESN'T REALIZE HOW NEAR HE WAS TO THE TRUTH! AND NOW, HE'LL BE THE PERFECT FOIL FOR MY REVENGE!
HELLO, KINGSLEY! THIS IS--


--BELLADONNA! YOUR DOOM IS AT HAND!
WHAT?! WHAT DO YOU MEAN?
SPIDER-MAN HAS JOINED MY CRUSADE OF VENGEANCE. HE'S COMING FOR YOU... NOW!
CLICK


THAT WOMAN WANTS ME DEAD.. I KNOW IT! IF ONLY I DARED GO TO THE POLICE... BUT I DON'T! AN INVESTIGATION WOULD BRING TOO MANY OF MY BUSINESS DEALINGS TO LIGHT!
AND CLUTCHING A PISTOL IN ONE SWEATY PALM, RODERICK KINGSLEY SITS BACK TO AWAIT... THE INEVITABLE!


MEANWHILE, NARDA IS BUSY MAKING ANOTHER CALL...
HELLO, JACK! THIS IS BELLADONNA!...GET THE BOYS TOGETHER AND MEET ME IN AN HOUR AT THE MIDTOWN HIDEAWAY.
WHAT'S UP, BOSS-LADY? ANOTHER BUGGING RAID ON KINGSLEY'S JOINT--?
NO, HE STILL HASN'T FOUND ALL OF THE BUGS FROM YOUR LAST FORAY...

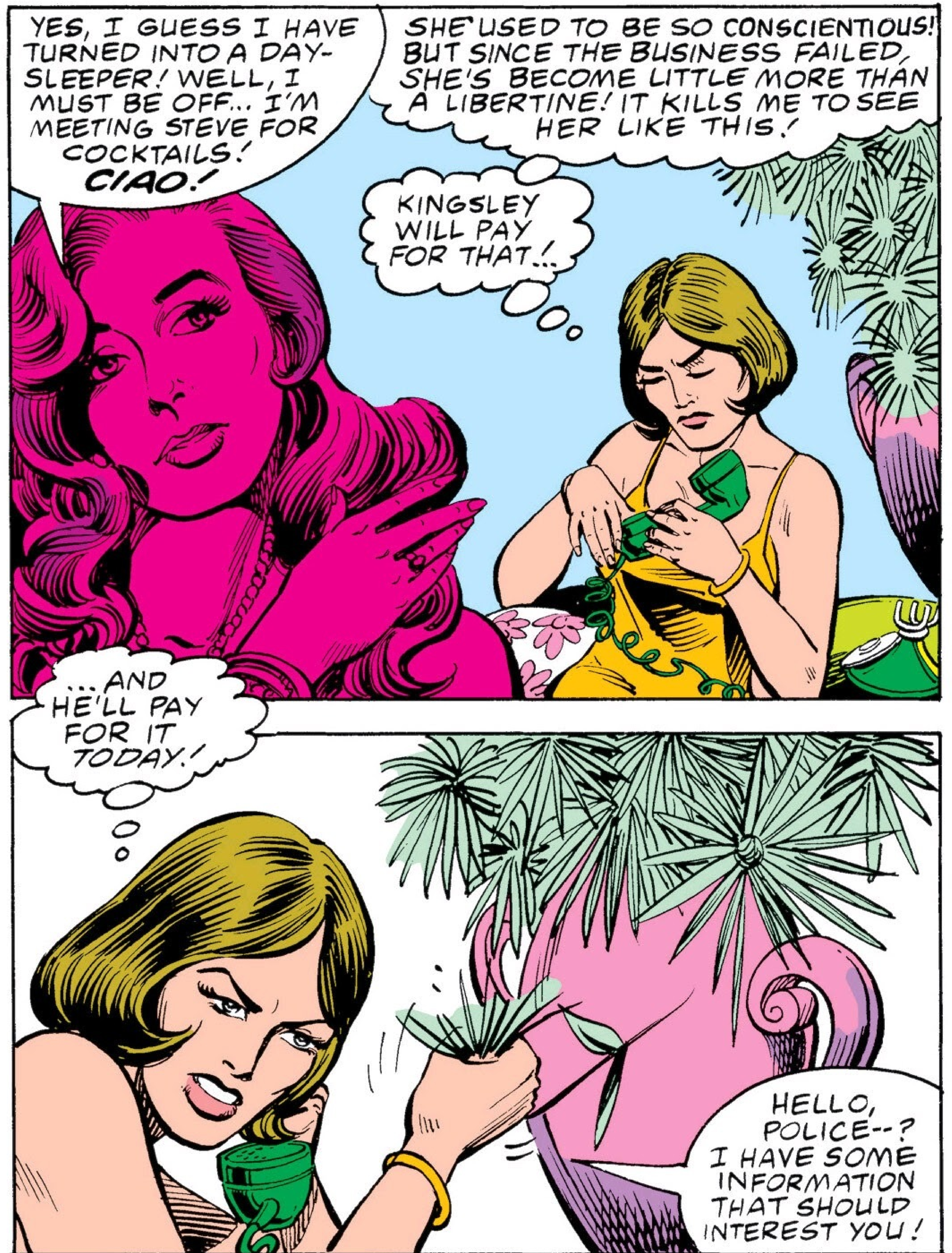

...I GUESS YOU'D SAY THIS IS THE BIG PAYOFF!
RI-I-G-H-T! WE'LL BE READY!

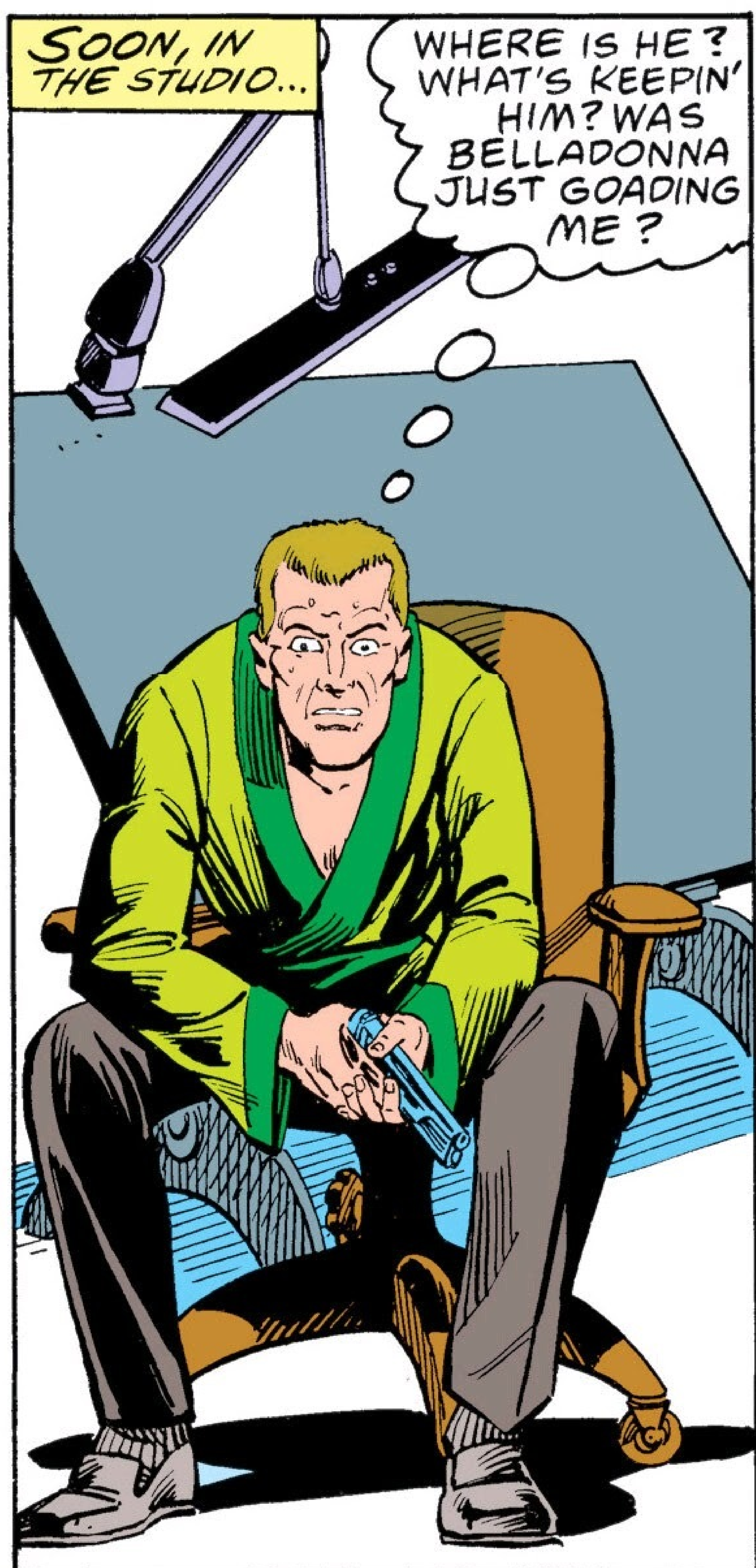

AT THAT MOMENT, SPIDER-MAN IS NEARING THE STUDIO OF ROD KINGSLEY...
THERE'S STILL SOMETHING THAT SMELLS ABOUT THIS WHOLE AFFAIR! IF ONLY I COULD PUT MY FINGER ON IT!
THAMES
THE FINEST
Costumes
FOR AL
OCCAS


I CAN'T UNDERSTAND WHY SOMEONE AS CLEVER AS BELLADONNA WOULD RENT THAT LOFT UNDER HER OWN NAME...

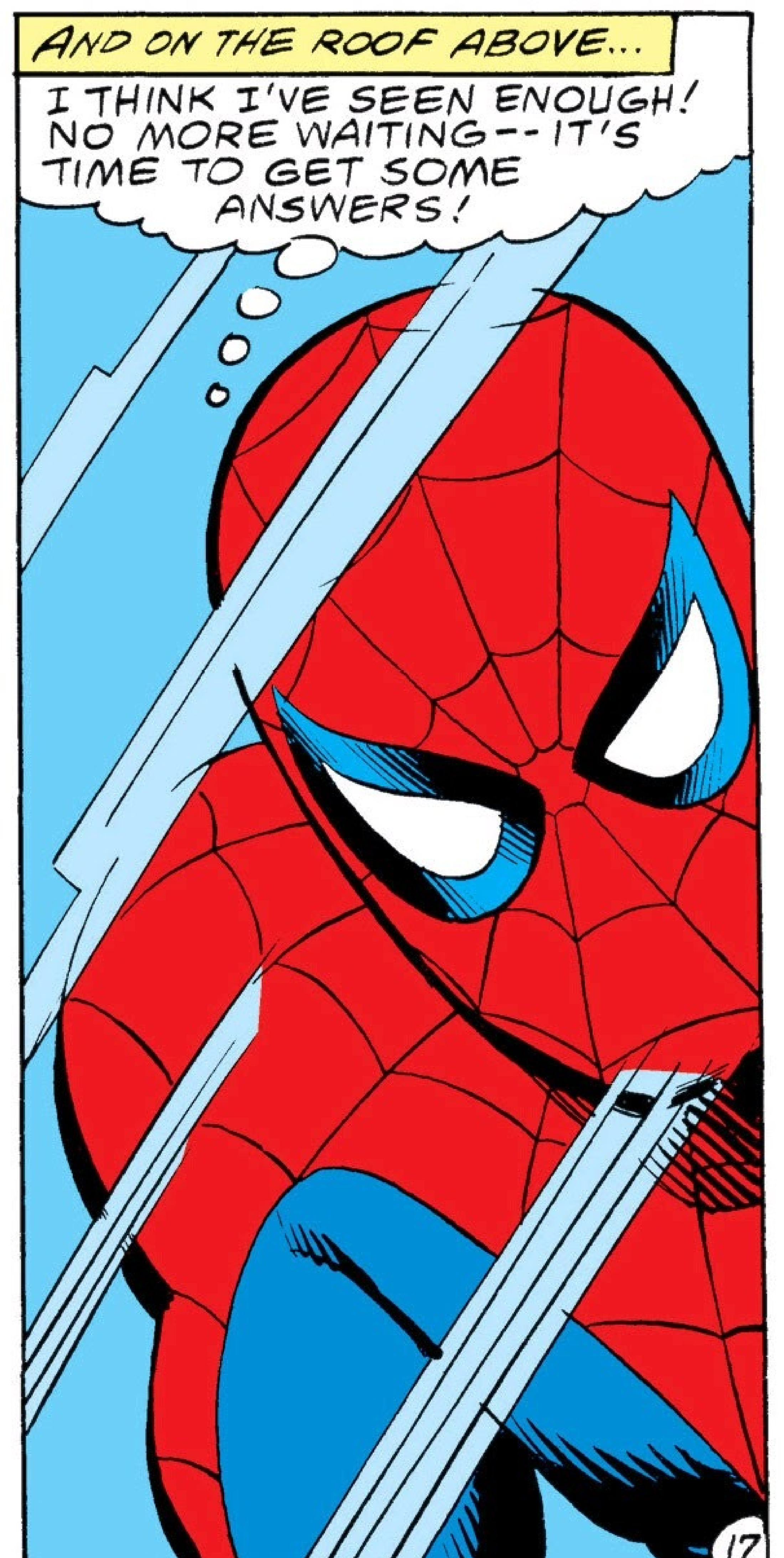

WELL, I GUESS I'LL SOON FIND OUT! THERE'S RODDY-BOY-- AND IT LOOKS LIKE HE'S WAITING FOR SOMEONE!
I WONDER... SHOULD I BARGE IN NOW, OR LATER? HMMMMM...


BACK AT THE SOHO APARTMENT, A BEDROOM DOOR OPENS AND...
NARDA, I DIDN'T HEAR YOU ENTER!
YOU WERE SLEEPING SO SOUNDLY, I COULDN'T BEAR TO DISTURB YOU, DESIREE!


YES, I GUESS I HAVE TURNED INTO A DAY-SLEEPER! WELL, I MUST BE OFF... I'M MEETING STEVE FOR COCKTAILS! CIAO!
SHE USED TO BE SO CONSCIENTIOUS! BUT SINCE THE BUSINESS FAILED, SHE'S BECOME LITTLE MORE THAN A LIBERTINE! IT KILLS ME TO SEE HER LIKE THIS!
KINGSLEY WILL PAY FOR THAT!..
...AND HE'LL PAY FOR IT TODAY!
HELLO, POLICE--? I HAVE SOME INFORMATION THAT SHOULD INTEREST YOU!

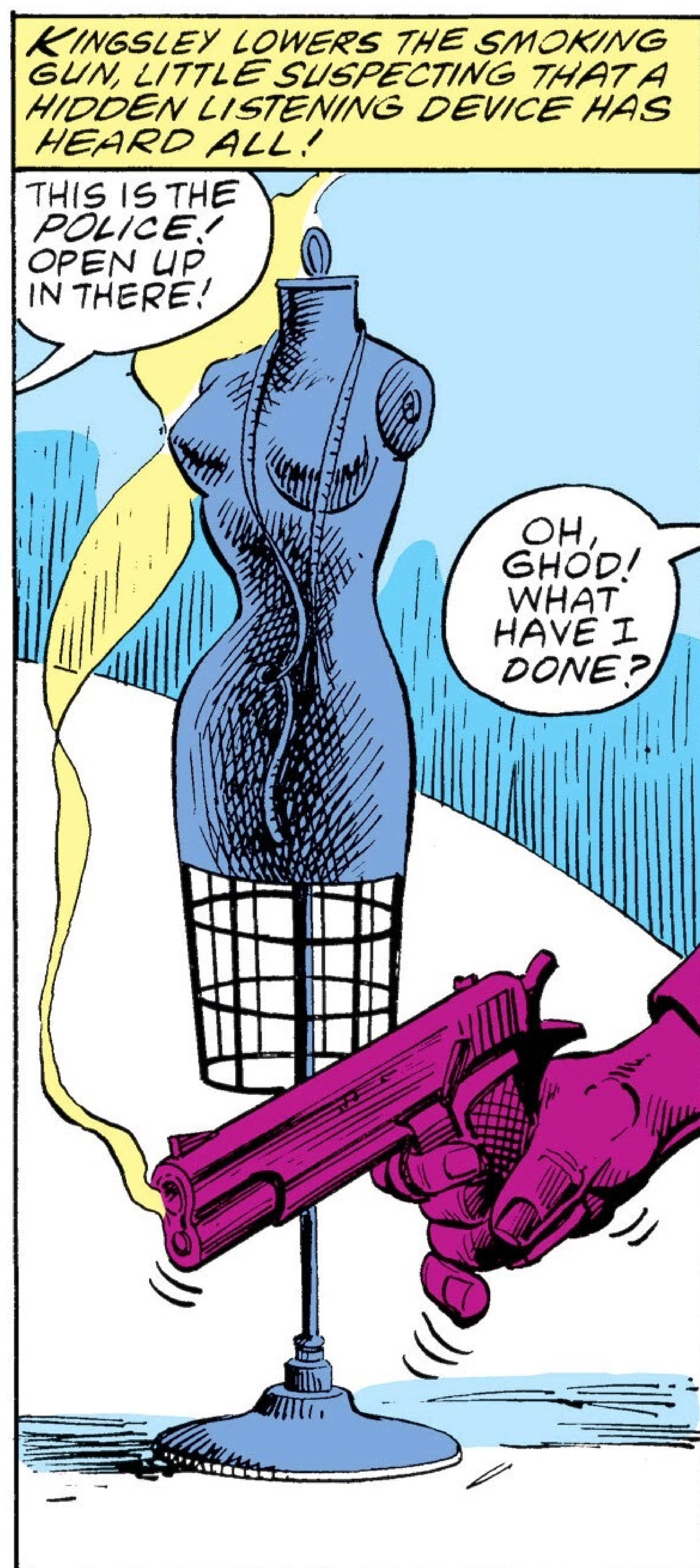

SOON, IN THE STUDIO...
WHERE IS HE? WHAT'S KEEPIN' HIM? WAS BELLADONNA JUST GOADING ME?


ON THE STREET BELOW...
THIS IS THE PLACE! KINGSLEY'S STUDIO MUST BE ON THE TOP FLOOR--LET'S GO!
SLEY LTD
POLICE


AND ON THE ROOF ABOVE...
I THINK I'VE SEEN ENOUGH! NO MORE WAITING--IT'S TIME TO GET SOME ANSWERS!

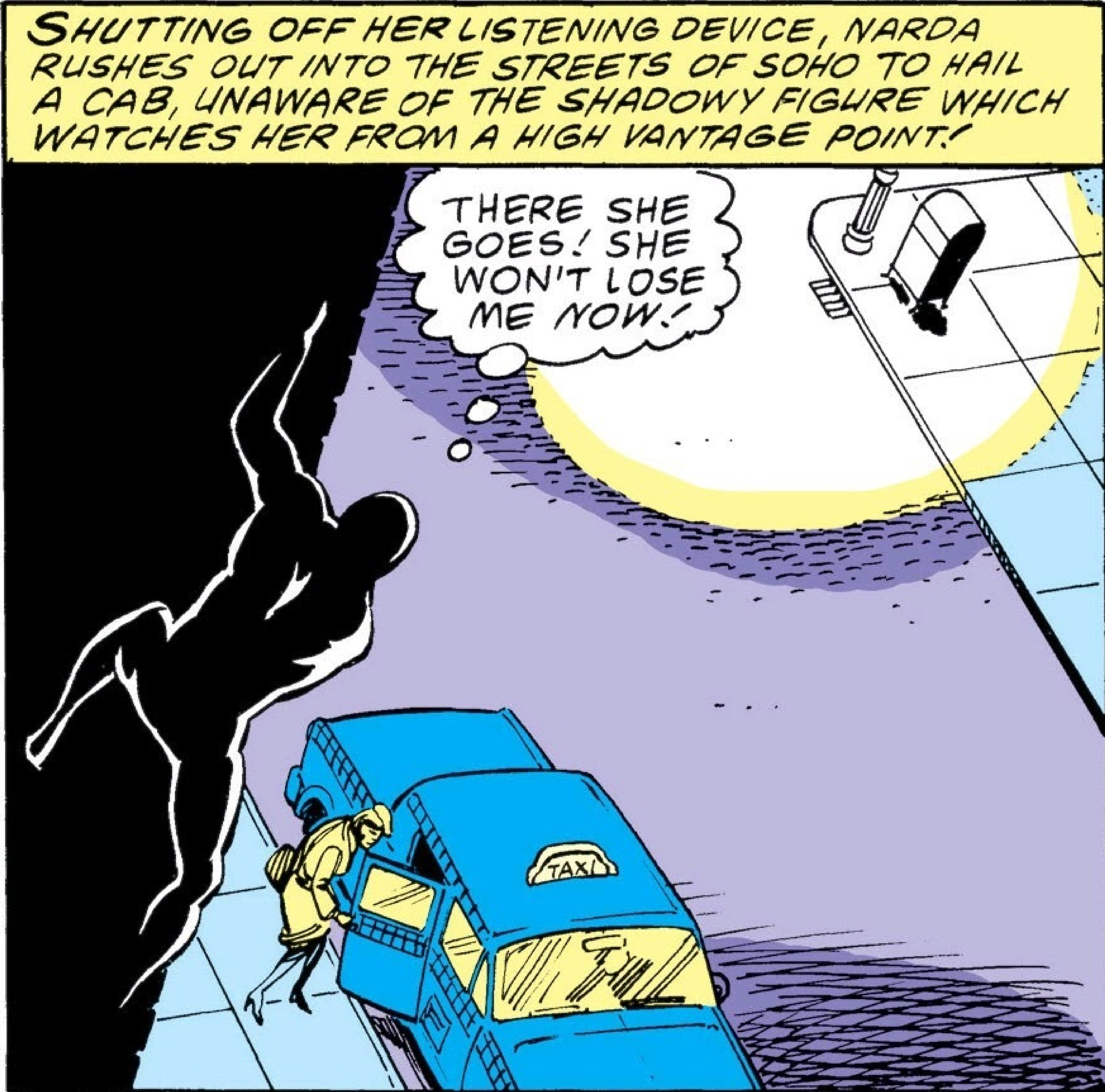

KRESH!
NO! NOOO!!!


KEEP AWAY FROM ME, DO YOU HEAR! I DON'T KNOW WHAT BELLADONNA TOLD YOU, BUT IT MUST HAVE BEEN A LIE... A LIE...
PTOW PTOW PTOW PTOW


KINGSLEY LOWERS THE SMOKING GUN, LITTLE SUSPECTING THAT A HIDDEN LISTENING DEVICE HAS HEARD ALL!
THIS IS THE POLICE! OPEN UP IN THERE!
OH, GHOD! WHAT HAVE I DONE?

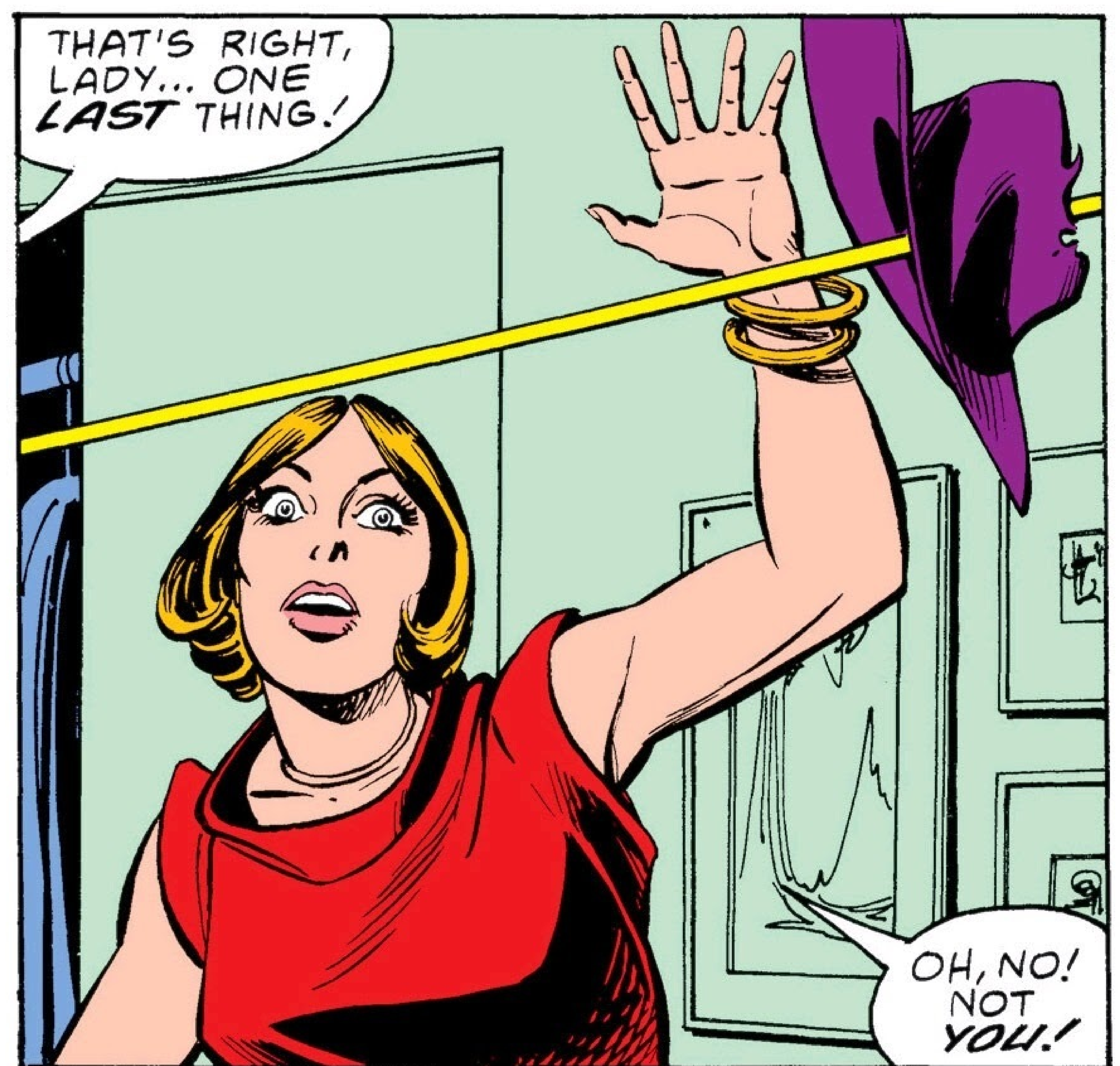

HE... HE ATTACKED ME! IT WAS SELF-DEFENSE!
JUST... GIVE ME THE GUN, WILL YA'?
NORM, BETTER RADIO FOR A MEAT-WAGON!

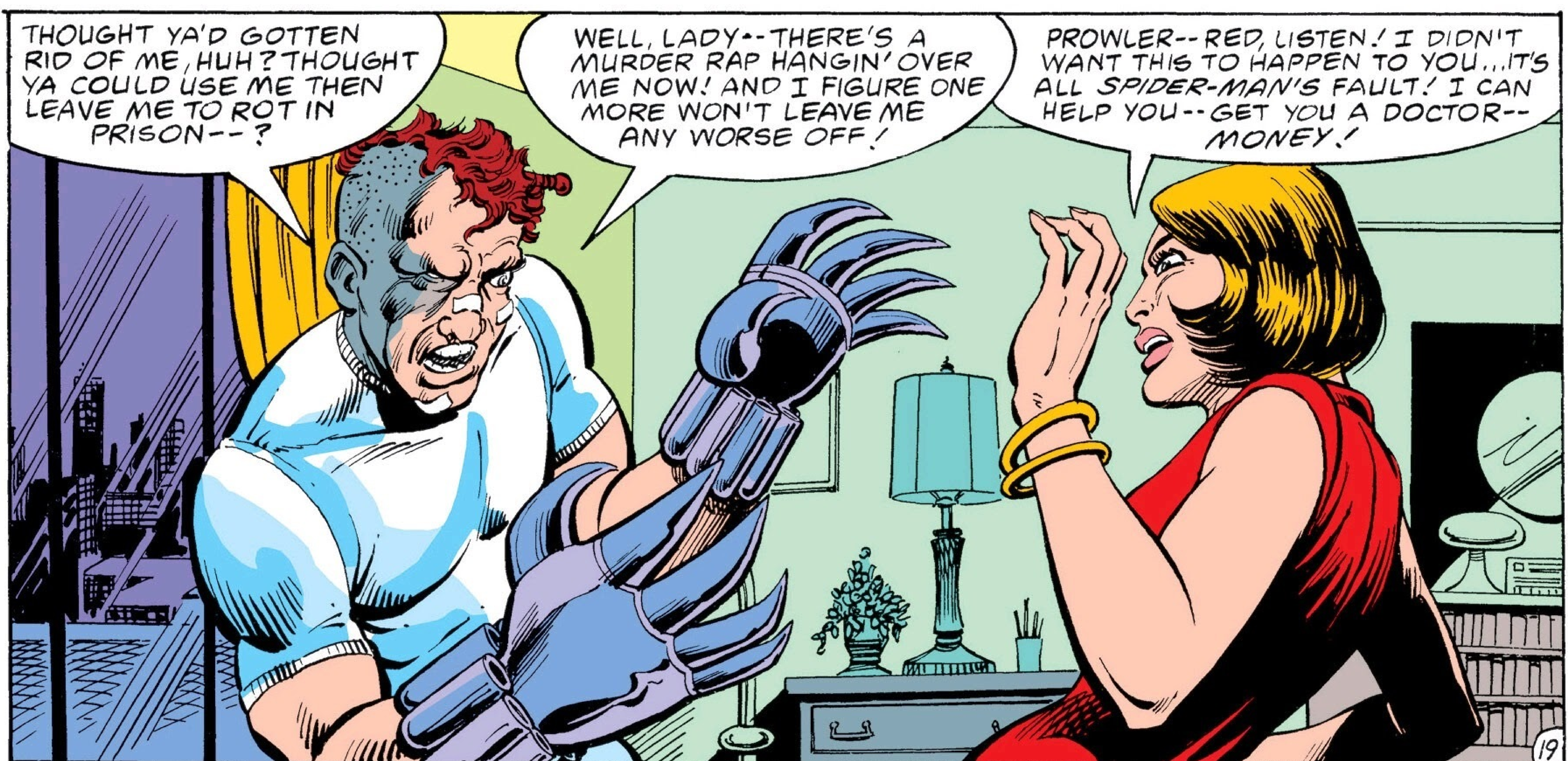

...'CAUSE FROM THE LOOKS OF THINGS... THIS DUDE'S JUST KILLED SPIDER-MAN!
GLORIOUS DAY! THIS IS MORE THAN I EVER COULD HAVE HOPED FOR!


SHUTTING OFF HER LISTENING DEVICE, NARDA RUSHES OUT INTO THE STREETS OF SOHO TO HAIL A CAB, UNAWARE OF THE SHADOWY FIGURE WHICH WATCHES HER FROM A HIGH VANTAGE POINT!
THERE SHE GOES! SHE WON'T LOSE ME NOW!
TAXI


THIS IS PERFECT! ONCE I CLOSE UP SHOP AT MY HIDEAWAY, MADAM BELLADONNA WILL DISAPPEAR INTO THE NIGHT, WITH NOTHING TO LINK ME TO HER ESCAPADES!


SOON, AT THE HIDEAWAY...
AT LAST, MY REVENGE IS NEARLY COMPLETE! KINGSLEY IS RUINED, SPIDER-MAN IS DEAD... AND I HAVE JUST ONE THING LEFT TO DO!


THAT'S RIGHT, LADY... ONE LAST THING!
OH, NO! NOT YOU!

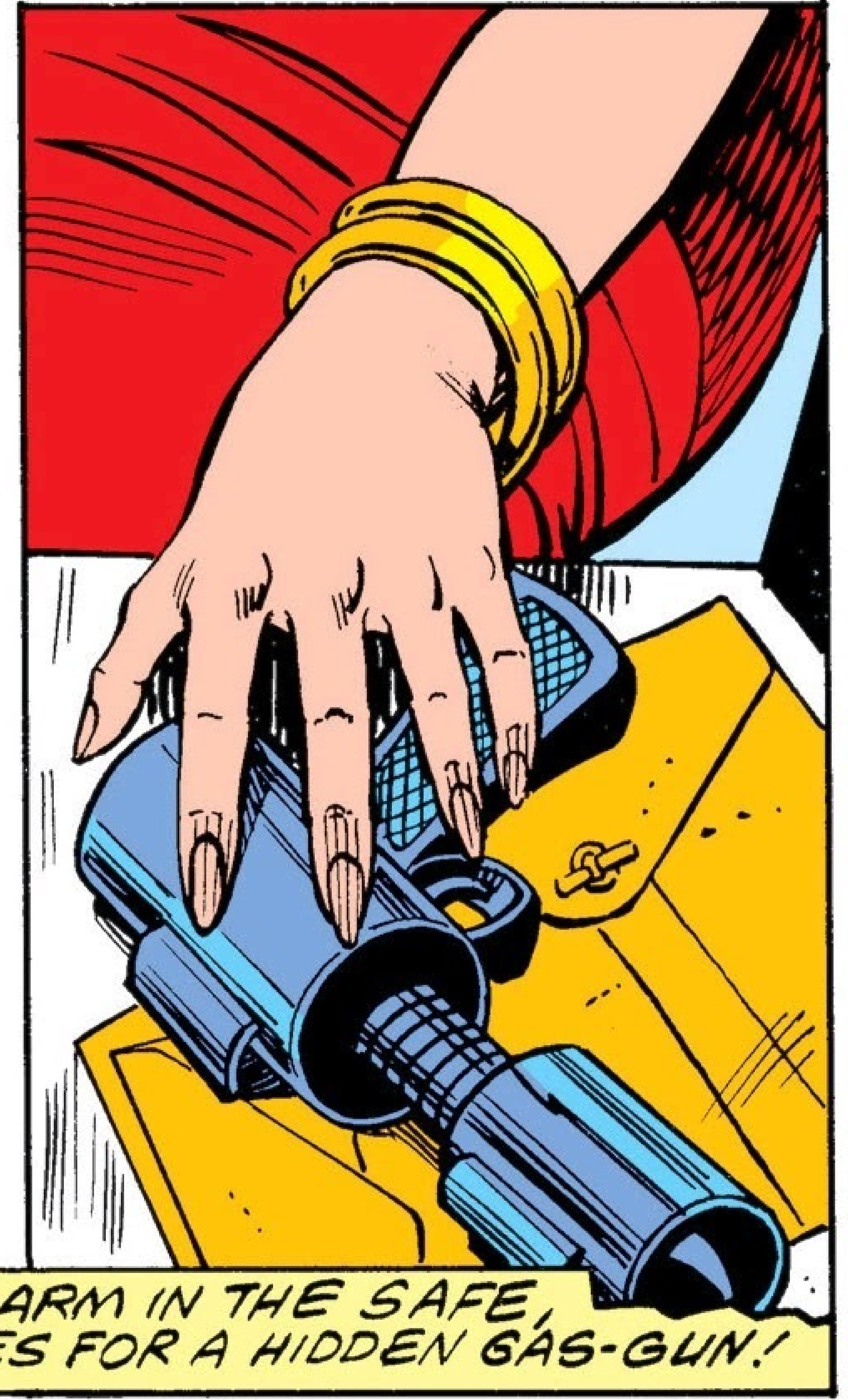

THOUGHT YA'D GOTTEN RID OF ME, HUH? THOUGHT YA COULD USE ME THEN LEAVE ME TO ROT IN PRISON--?
WELL, LADY--THERE'S A MURDER RAP HANGIN' OVER ME NOW! AND I FIGURE ONE MORE WON'T LEAVE ME ANY WORSE OFF!
PROWLER--RED, LISTEN! I DIDN'T WANT THIS TO HAPPEN TO YOU...IT'S ALL SPIDER-MAN'S FAULT! I CAN HELP YOU--GET YOU A DOCTOR--MONEY!

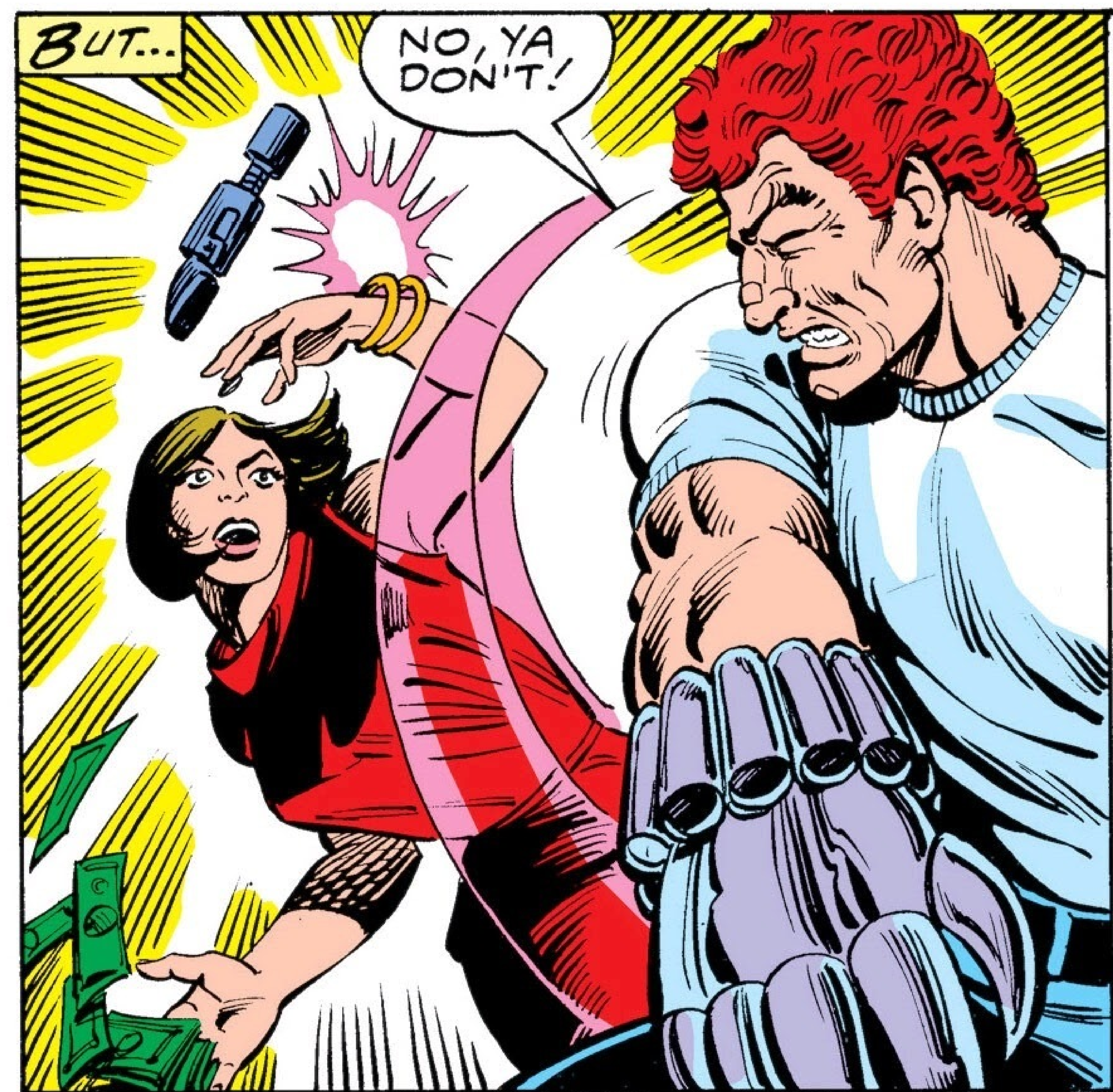

I CAN FIND MY OWN DOCTOR, BUT MONEY SOUNDS JUST FINE! YOU OWE ME PLENTY, LADY! YA' KNOW, NOW THAT I'VE FINALLY SEEN YOUR FACE... WELL, IT'D BE A SHAME IF SOMETHING HAPPENED TO IT!
GOT TO STALL UNTIL THE BOYS SHOW UP...


"...THEY SHOULD BE HERE BY NOW! WHAT'S KEEPING THEM?"
BLASTED SLOW ELEVATORS! WHY'D SHE HAVE TO GET A PLACE ON THE TOP FLOOR?


COME ON, BELLA... DON'T MAKE ME GET ROUGH!
IT'S ALMOST...
...THERE!


HERE, PROWLER-- 75 THOUSAND! IT'S ALL THE CASH I HAVE ON HAND... BUT I CAN GET MORE!
I CAN GET A LOT MORE!


KEEPING ONE ARM IN THE SAFE, NARDA REACHES FOR A HIDDEN GAS-GUN!

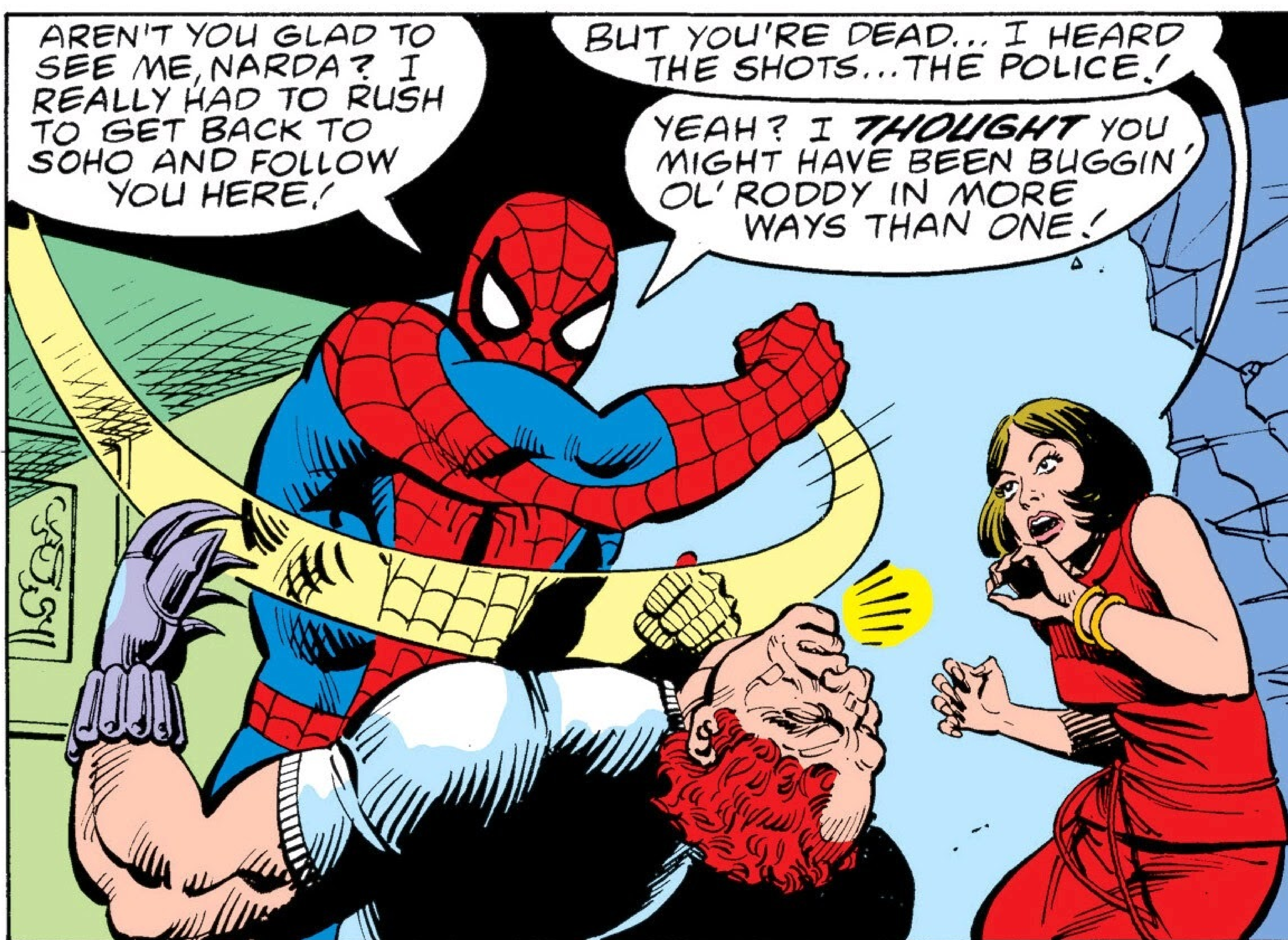

BUT...
NO, YA DON'T!


STOP! WHAT ARE YOU DOING! PUT ME DOWN!
I'M NOT GIVING YOU THE CHANCE TO MUCK ME OVER AGAIN, BELLA! DO YOU KNOW HOW CHARLIE McGUIRE DIED WHEN HE TANGLED WITH ME?
20


NO! NO, PLEASE!
YEAH...HE TOOK THE BIG DIVE! JUST LIKE THE ONE YOU'RE GONNA TAKE!


SUDDENLY...
SHAME, SHAME, PROWLER! THAT'S NO WAY TO TREAT A LADY!

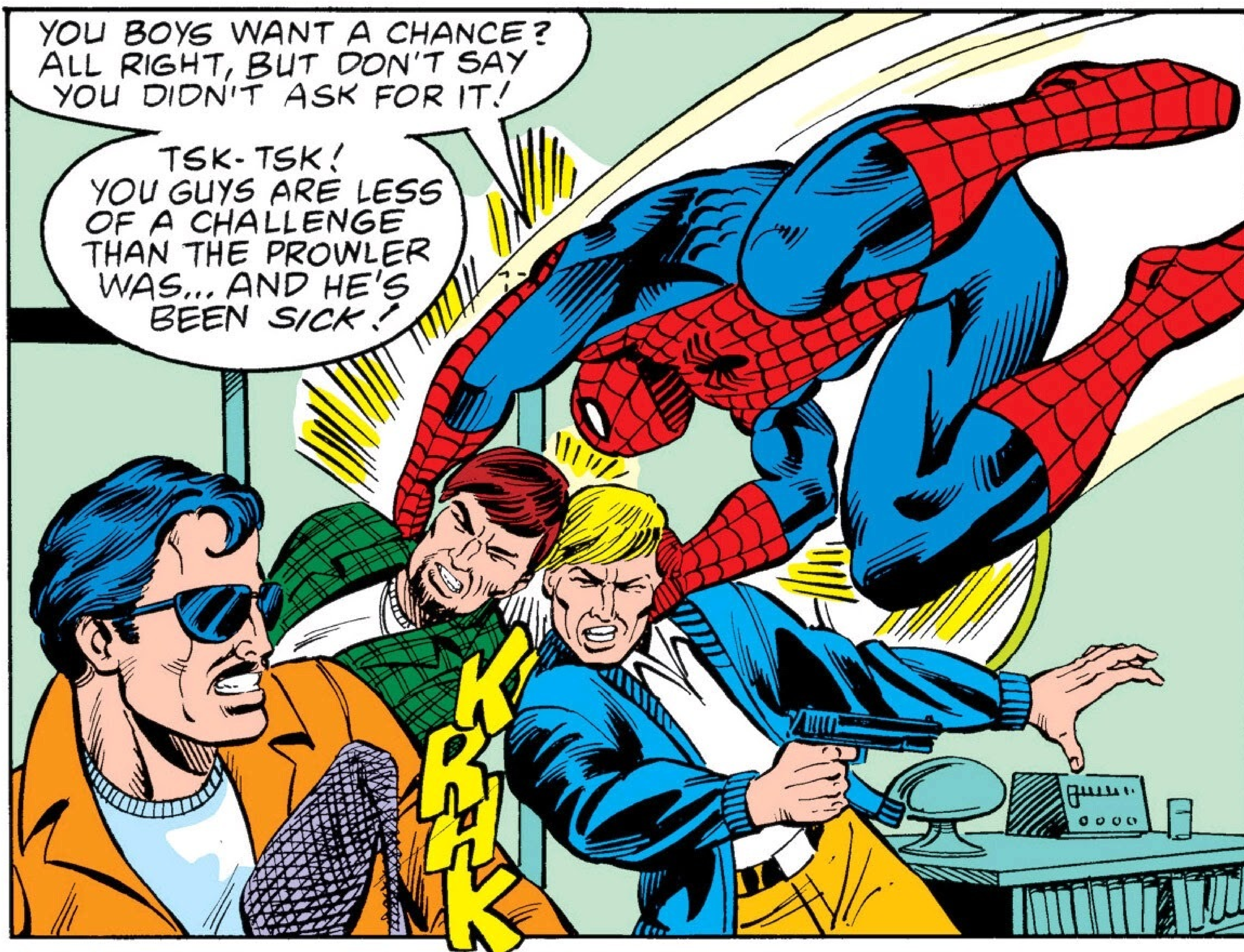

AT THAT MOMENT, OUTSIDE THE APARTMENT HIDEAWAY...
MANNY... MOE... YOU GUYS HEAR THAT?
14F
YEAH! SOUNDS LIKE A FIGHT! UNLOCK THE DOOR...HURRY!


AREN'T YOU GLAD TO SEE ME, NARDA? I REALLY HAD TO RUSH TO GET BACK TO SOHO AND FOLLOW YOU HERE!
BUT YOU'RE DEAD... I HEARD THE SHOTS... THE POLICE!
YEAH? I THOUGHT YOU MIGHT HAVE BEEN BUGGIN' OL' RODDY IN MORE WAYS THAN ONE!


YOU SEE, I HAD THIS FEELING... AND IT FINALLY SUNK IN, THAT SOMEONE WHO'D SUPERVISED A COSMETICS LAB WAS A MUCH BETTER CANDIDATE FOR BELLADONNA!
THEN I NOTICED RODDYBOY'S GUN, SO I DECIDED TO RUN A LITTLE SCAM. THERE'S A COSTUMER'S NEXT DOOR TO RODDY'S PLACE.
AND THEY HAD THIS MANNEQUIN WITH THE NICEST SPIDER-MAN SUIT YOU EVER SAW IN THEIR STOREROOM. WELL, IT USED TO BE IN THE STOREROOM.
HOLY--!
WELL, WHAT HAVE HERE...THE PEP BOYS?


BDAM! BDAM!
NOT NICE, FELLAS! IF YOU SHOOT ME, I'LL JUST HAVE TO SHOOT YOU, TOO!

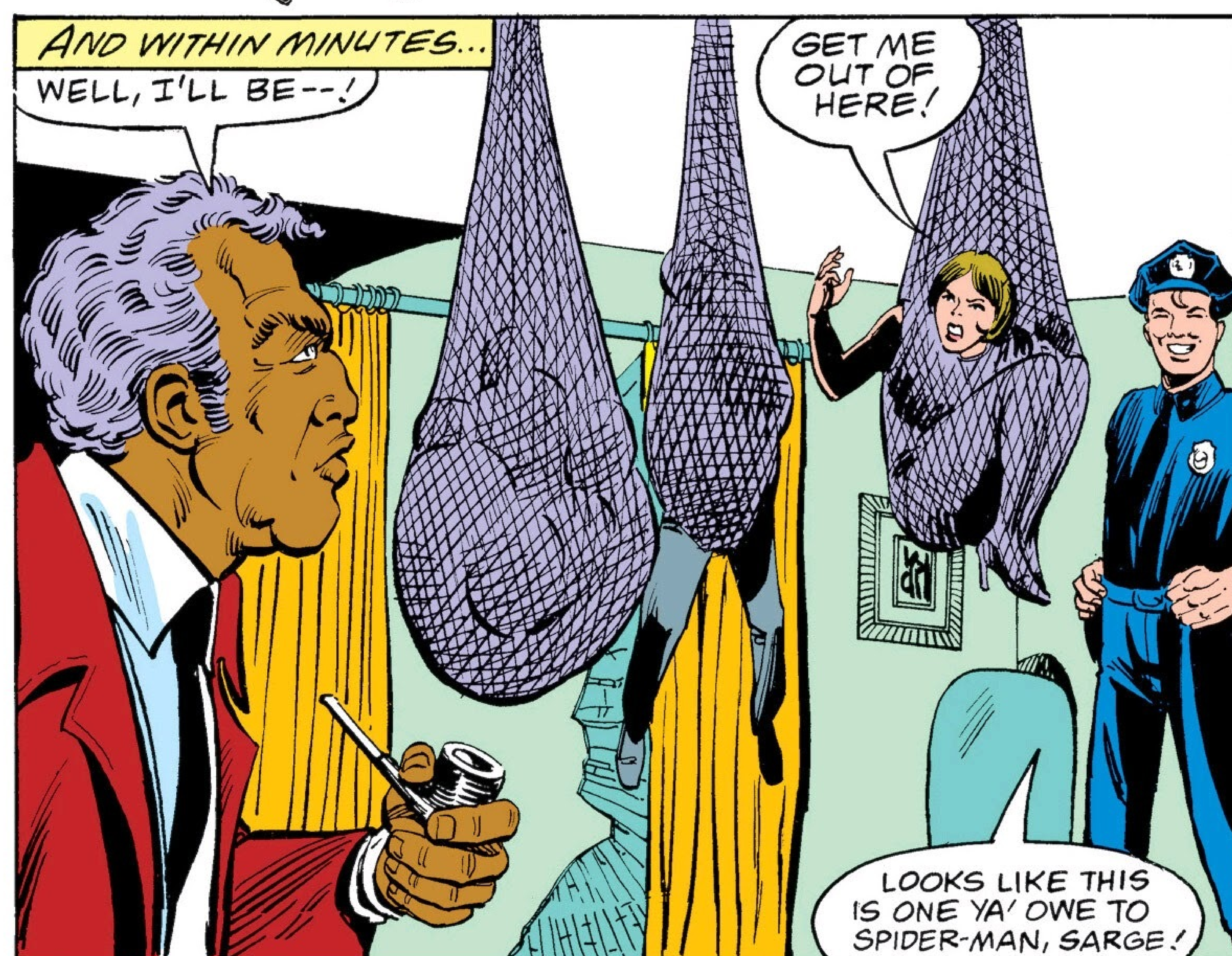

WHA--? HE GUMMED UP MY WHOLE HAND... GUN AND ALL!
ONE SIDE, MANNY-- GIVE US A CHANCE!


YOU BOYS WANT A CHANCE? ALL RIGHT, BUT DON'T SAY YOU DIDN'T ASK FOR IT!
TSK-TSK! YOU GUYS ARE LESS OF A CHALLENGE THAN THE PROWLER WAS... AND HE'S BEEN SICK!
KRAKK


OH, AND I'M NOT FORGETTING YOU, MANNY-- NIGHTY-NIGHT!
WUD!


Y-YOU'VE BEATEN ME! I HAVE FAILED, AND KINGSLEY IS STILL FREE!
WELL, I DON'T KNOW ABOUT THAT! THE POLICE WILL HOLD HIM FOR A WHILE...


AND PEOPLE ARE STARTING TO TALK, AFTER ALL! I'D BE REAL SURPRISED IF THERE WASN'T SOME KIND OF INVESTIGATION.
BUT I'D GIVE SOME THOUGHT TO MY OWN FUTURE, IF I WERE YOU, LADY! A MAN IS DEAD BECAUSE OF YOUR SCHEMES. SOMEHOW, I CAN'T SEE THAT REVENGE WAS WORTH CHARLIE McGUIRE'S LIFE!
FIRST PRECINCT? GIVE ME SGT. SNIDER!


AND WITHIN MINUTES...
WELL, I'LL BE--!
GET ME OUT OF HERE!
LOOKS LIKE THIS IS ONE YA' OWE TO SPIDER-MAN, SARGE!


AND, ON A NEARBY BUILDING...
I HOPE THAT HELPS SQUARE THINGS WITH SNIDER A LITTLE! HEY! I GUESS I WON ONE FOR A CHANGE!
OF COURSE, WITH MY LUCK, I COULD BE WRONG!
AND, AS TWIGHLIGHT GIVES WAY TO THE DARKNESS, THE WEARY WEB-SLINGER HEAVES A SIGH OF RESIGNATION... CERTAIN THAT TOMORROW WILL BRING A NEW SET OF ADVENTURES... AND PROBLEMS!
NEXT: NEVER THE END

SPECTACULAR SPIDER-MAIL

c/o MARVEL COMICS GROUP
575 Madison Avenue
New York, New York 10022

DENNIS O'NEIL
EDITOR
MARK GRUENWALD
ASSISTANT EDITOR

Dear Marvel,

PPTSS #41 was one of Petey's better outings as of late. Giant-Man (alias Black Goliath, alias Bill Foster) was a nice touch to the story and quite a surprise. I've liked this character since his first appearance as a super hero back in POWER MAN #24. hope to see more of him in the future. My only question is why Giant-Man didn't stay put in the Pegasus Project where I thought he was trying to find a cure for the disease that he's slowly dying of?

Brett Slack
Amityville, NY 11701

Gee, even terminally ill superheroes deserve a weekend off, Brett! Honestly, Giant-Man's condition is still serious and even we here at the Bullpen don't know how things are going to turn out... though the next letter offers one possibility.

Dear Marvel,

I've been collecting comics for about two years, yet I still haven't got that knack for figuring out your subplots that some readers exhibit. With PPTSS #41, though, I think I have made some advancement in my comic book knowledge (either that or your plotline is getting too simple for me).

It seems obvious that what the future holds for Giant-Man is a cure for his radiation poisoning. The last panel fo this story is what gave me the clue. Giant-Man was exposed to enough of Meteor Man's radiation to kill a normal human. But, since Giant-Man was already dying, I hypothesize that this additional dosage will probably counteract his present plight. Don't overlook the fact that such exposure might well affect the Web-Head, too!

As for the rest of PPTSS #41, I really enjoyed it. It kept up the high standard of art that I expect from a Marvel mag and I'm also enjoying the subplots. Peter's personal life was nsot as well covered as the title might suggest, but if that's the direction in which you're going, it's fine with me. Just keep up the high quality. Excelsior!

Joe Dianisio
Mastic Beach, NY 11951

Dear Marvel,

PPTSS #41 seemed to be overly preoccupied with death. Now. It's not N.G. Fester's death I'm complaining about; demise among Marvel villains is often temporary and, besides, I'm not that crazy about a weirdo whose costume and colossal ego are all he has going for him. I'm talking about a character who has been with us since AVENGERS #32. Bill Foster's "radiation poisoning" is a bit uncalled for. I could blame it on his short-lived BLACK GOLIATH mag, but that would be unjust since Marvel has proven than an ill-fated solo-shot isn't necessarily the end of a good character. Please cure Foster and put him back in the Avengers or somewhere.

The story itself was too much like an issue of MARVEL TEAM-UP. There were no subplots, no sense of continuity, and the guest-star became the co-star. Once in a while it's all right, but this guest-star-every-few-months syndrome is getting out of hand. Let's return to the original concept of this mag, okay?

Greg Gildersleeve
St. Joseph, MO 64501

Returning SPECTACULAR SPIDER-MAN to its original premise is exactly what Rollickin' Roger Stern is working hard at right now, Greg. Let him know how you like his efforts!

Dear Marvel,

I just finished PPTSS #42 and I have to admit that it was a stroke of genius adding Electro to the Frightful Four! I mean, who could have added more in the sheer power department? I hope you keep him with the cunning quartet from now on.

Chris Woo
El Centro, CA 92243

After Spidey and the FF got through with him and his new partners, Chris, we're not so sure we could sell Electro on the idea!

Dear Spectacular Spider-Staff,

PPTSS #42 is (so far) one of the greatest comics ever to hit the stands since the Carrion saga. The cover: Excellent! The plot: Superb! The artwork: Great! It's nice to see an issue of such high caliber.

The comeback of the Frightful Four was nicely played. Good characterization here, especially Electro's constant cynicism and distrust of the others. The old Parker luck ran true to form again. From the point where he almost missed the ferry to the scene where he dropped in the drink he was plagued by his so-called "luck". I think it's time again that Peter became infatuated with someone. Whether it's Marcy Kane or Debra Whitman or April May, I think he deserves to be fixed up with someone.

Dan Vogel
Kinsman, OH 44428

Dear Spider-Man,

Ah, Mike Zeck! Lovely. One of the best visualizatons of Spider-Man in recent memory. I was taken with his work from the first time I saw it. He is great on Spidey. The story? Tight, well-written, amusing, not overplayed. What else from the mind of Bill Mantlo? Even the old "villain disguised as a hero" bit was well done. It looks like another epic battle in th the making as Spidey and the Fantastic Four square off against their most dangerous foes, and I for one am looking forward to FF #218!

Mike Lansley
North Chatham, NY 12132

Dear Marvel,

I thought SPECTACULAR SPIDER-MAN #42 and FANTASTIC FOUR #218 were MARVELous! I like the Frightful Four; whenever they show up there is sure to be lots of excitement. I especially liked the idea of Electro disguising himself as the Human Torch and luring Spider-Man to the Statue of Liberty where, with the aid of his new partners, he finally captured him.

The funniest part of this terrific two-parter came in the last quarter of FANTASTIC FOUR #218 where Mr. Fantastic sucked up the Sandman in his super vacuum cleaner, where Spider-Man spun the Trapster around with the fire hose, and where the Trapster bumped into the remaining three members of the FF, having his stomach turned inside out by some of the horrible things the Thing insinuated he might have done to him.

In both issues the artwork was terrific, and I would like to credit both Mike Zeck and John Byrne with a great job.

And more of the Frightful Four!

David Duncan
Southampton, MA 01073

You know what they say about old villains, David — like bad pennies, they always turn up!

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(signed) Ed Shukin — Business Manager



Ruthless industrialist Norman Osborn's testing of an experimental strength-enhancing formula left him smarter and stronger, but at the cost of his sanity. Seeking to control the criminal underworld, Osborn decided to establish a reputation by defeating the novice hero Spider-Man, and fashioned the garish Green Goblin identity. Although their initial confrontations were disrupted by the Hulk and Human Torch, the Goblin continued his crusade to become a mob boss — but when his efforts were again thwarted by Spider-Man, Osborn faded into the shadows to regroup. During this time, Peter Parker met Osborn's son Harry at Empire State University, and they eventually became best friends.

After Spider-Man and the Goblin discovered each other's identities, a fierce battle left Norman with amnesia, and the Goblin persona buried. Norman relapsed twice during the following months, but each time Spider-Man managed to suppress the Goblin's personality. However, the third time the Goblin re-emerged, he kidnapped Parker's girlfriend Gwen Stacy and threw her off the Brooklyn Bridge, killing her. Spider-Man viciously attacked the Goblin, whose last-ditch effort to kill the wall-crawler left Osborn impaled by his own glider.

Influenced by drugs, a grieving Harry spiraled further into his own insanity, eventually adopting the Goblin identity for himself. Without his father's enhanced strength, Harry was little match for Spider-Man, who defeated him and turned him over to the authorities. Harry was placed in the care of psychiatrist Dr. Bart Hamilton, who successfully restored Harry's sanity, but learned many of the Goblin's secrets in doing so. Kidnapping Harry, Hamilton became the Goblin himself and aspired to become New York's top crime boss — but Harry escaped captivity and confronted Hamilton, who was accidentally killed by a bomb he had set to destroy Harry and Spider-Man.

Even with Norman out of the picture, Harry sane and married, and Hamilton dead, dozens of secret Goblin lairs remained scattered throughout the city. It was only a matter of time before someone new stumbled across one of them … and continued the terrible legacy of the Green Goblin!

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the AMAZING SPIDER-MAN®



STAN LEE PRESENTS A MOMENTOUS NEW EPISODE IN THE LIFE OF THE AMAZING SPIDER-MAN

SHADOW OF EVILS PAST!

IT'S FUNNY HOW JUST A FEW SHEETS OF PAPER CAN CHANGE THE WAY PEOPLE LOOK AT THINGS. AUNT MAY'S BOARDING HOUSE FOR SENIOR CITIZENS HAS BEEN OPERATING FOR NEARLY A WEEK*--

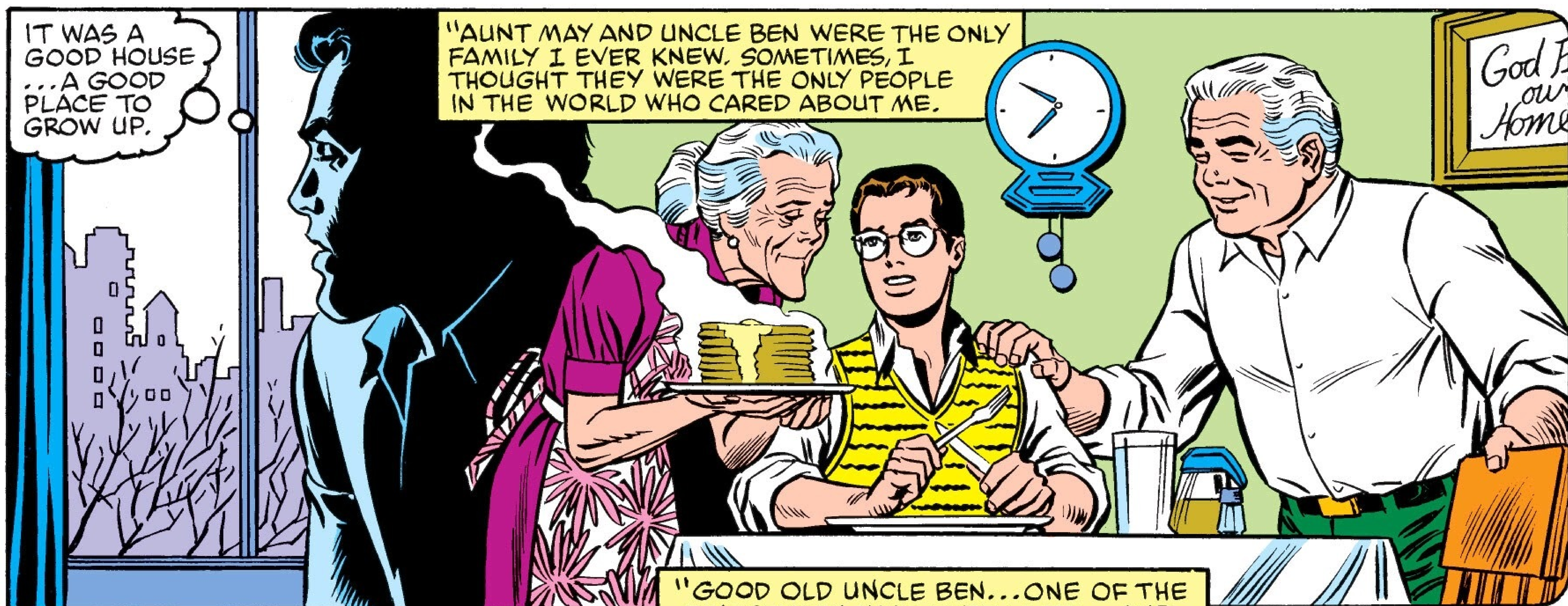
--BUT THE STATE OF NEW YORK'S TAX PEOPLE WON'T RECOGNIZE HER AS A SPECIAL-STATUS LANDLADY UNTIL SHE FINISHES SIGNING THOSE FORMS!

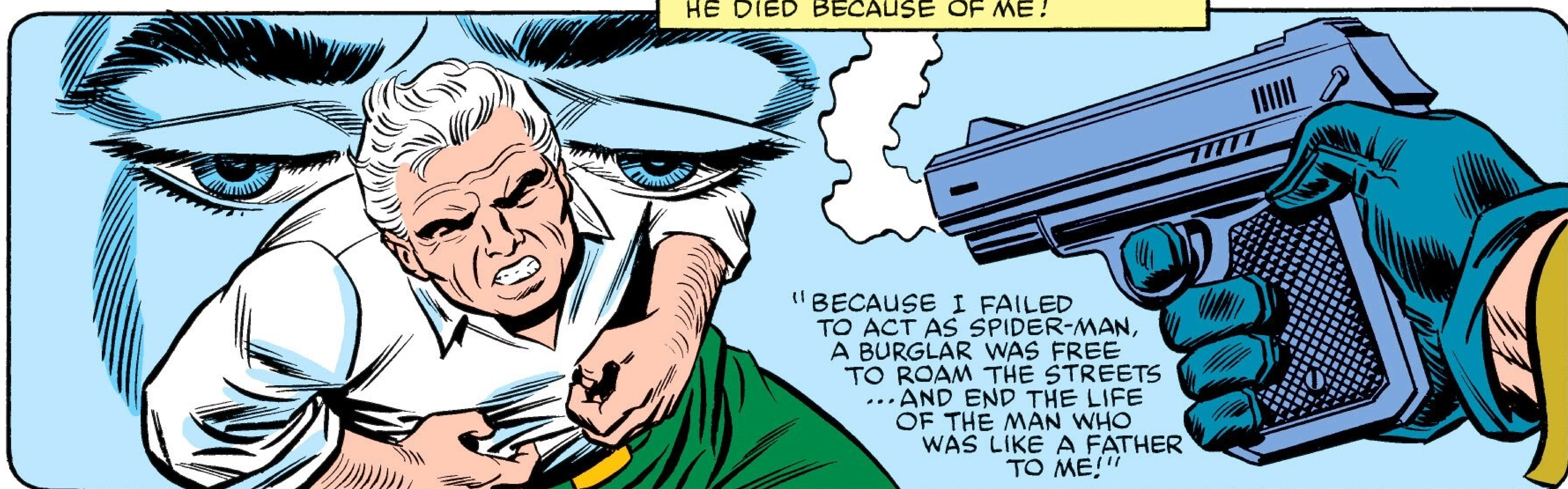
GEE... MY AUNT, THE BUSINESS-WOMAN!

I WONDER WHAT HER TENANTS WOULD SAY IF THEY KNEW THEY WERE LIVING IN THE HOUSE WHERE SPIDER-MAN CAME OF AGE?

*SINCE MARVEL TEAM-UP #124.

ROGER STERN SCRIPTER | JOHN ROMITA JR. JOHN ROMITA SR. > ARTISTS | VIRGINIA ROMITA TRAFFIC MANAGER | JOE ROSEN-LETTERER ANDY YANCHUS-COLORS | TOM DEFALCO EDITOR | JIM SHOOTER EDITOR-IN-CHIEF


IT WAS A GOOD HOUSE ...A GOOD PLACE TO GROW UP.
"AUNT MAY AND UNCLE BEN WERE THE ONLY FAMILY I EVER KNEW. SOMETIMES, I THOUGHT THEY WERE THE ONLY PEOPLE IN THE WORLD WHO CARED ABOUT ME.
"GOOD OLD UNCLE BEN... ONE OF THE FINEST MEN WHO EVER LIVED... AND HE DIED BECAUSE OF ME!


"BECAUSE I FAILED TO ACT AS SPIDER-MAN, A BURGLAR WAS FREE TO ROAM THE STREETS ...AND END THE LIFE OF THE MAN WHO WAS LIKE A FATHER TO ME!"

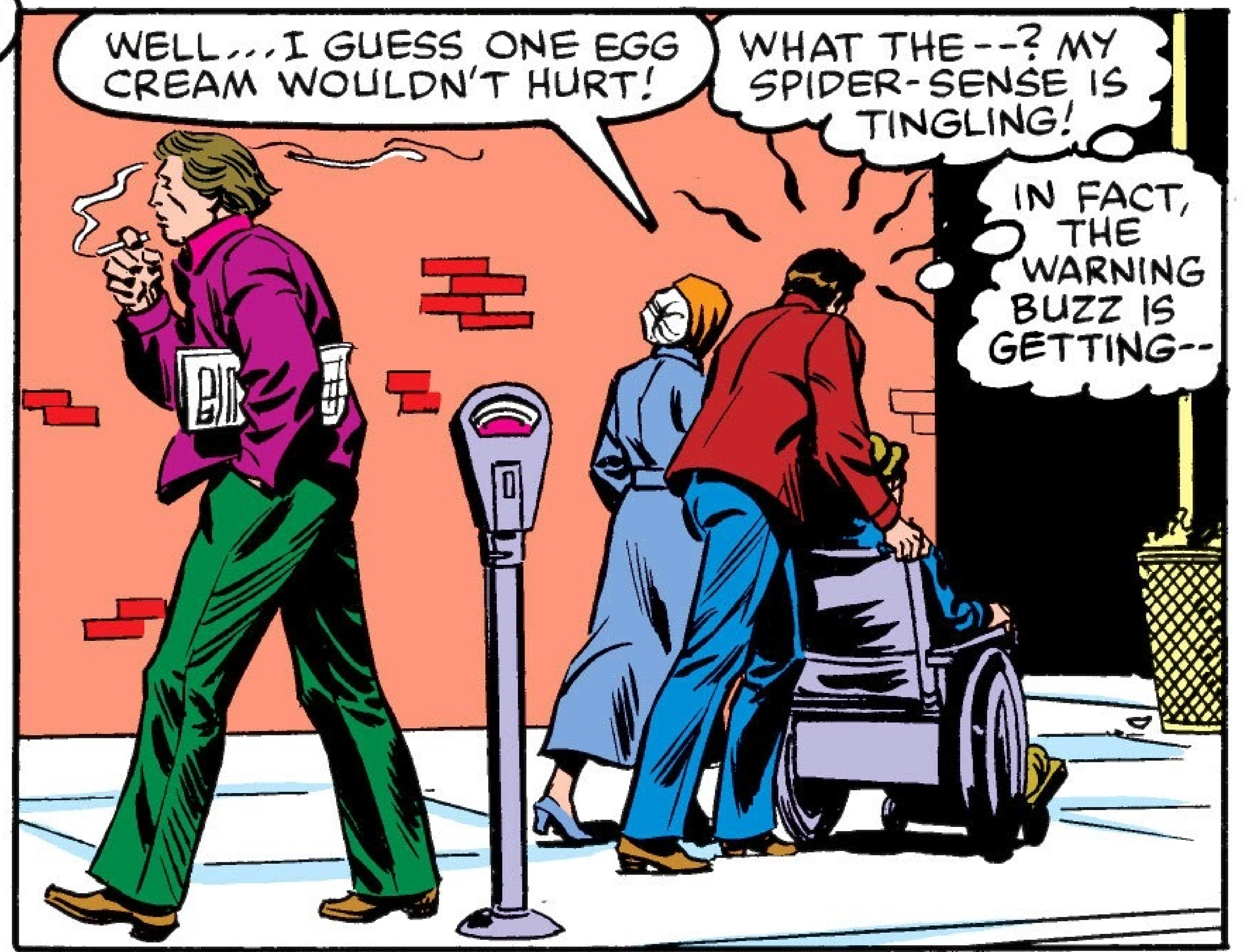

BEN'S DEATH HIT MAY PRETTY HARD. I NEVER THOUGHT THERE'D EVER BE ANOTHER MAN IN HER LIFE.
BUT THEN, THERE AREN'T MANY MEN LIKE NATHAN LUBENSKY!

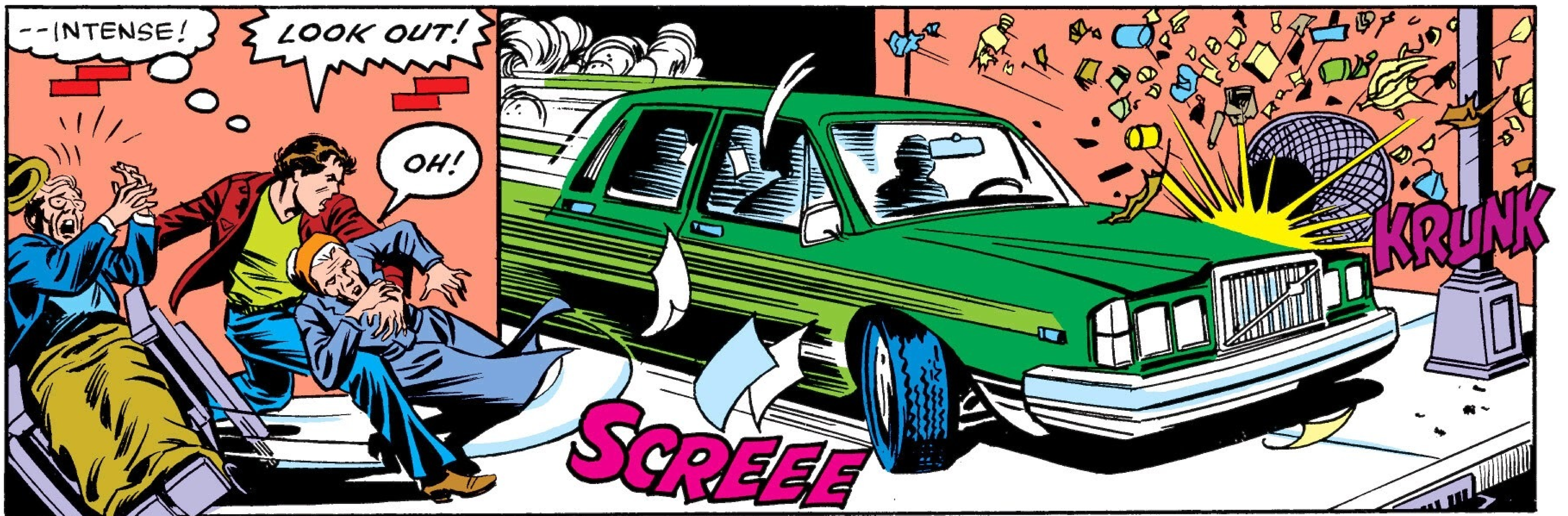

HE'S BEEN MIGHTY GOOD TO MY AUNT. HE DIPPED INTO HIS OWN SAVINGS TO HELP HER FIX THE OLD HOMESTEAD AND CONVERT IT INTO A BOARDING HOUSE.
I HOPE THEY CAN MAKE A GO OF IT... THEY'VE WORKED SO HARD!


PETE! LOOK ALIVE, SON! WE NEED YOU TO COUNTER-SIGN THE INSURANCE PAPERS!
HUH? OH... SURE THING, NATE. I GUESS MY MIND WANDERED.
DON'T APOLOGIZE, SON! THIS OL' WORLD COULD USE A FEW MORE DREAMERS!


AND, ONCE THE PAPER-WORK IS COMPLETED...
LIKE I WAS TELLIN' YOUR AUNT, BOY, WE FINALLY MADE A LEGAL WOMAN OUTTA HER! HEH-HEH!
NATHAN!
I THINK THIS CALLS FOR A CELEBRATION!


I AGREE! LET'S STOP AT ROSIE'S FOR AN EGG CREAM!
BUT, PETER, YOU'LL SPOIL YOUR LUNCH!
AW, LIGHTEN UP, MAY! THIS IS A SPECIAL OCCASION!


WELL... I GUESS ONE EGG CREAM WOULDN'T HURT!
WHAT THE--? MY SPIDER-SENSE IS TINGLING!
IN FACT, THE WARNING BUZZ IS GETTING--


--INTENSE!
LOOK OUT!
OH!
SCREEE
KRUNK


YOU FOLKS OKAY?
JUST BARELY! MY AUNT AND HER FRIEND COULD'VE BEEN KILLED!
POLICE
DON'T WORRY--WE'LL CATCH THOSE CREEPS! THEY JUST ROBBED A BANK!

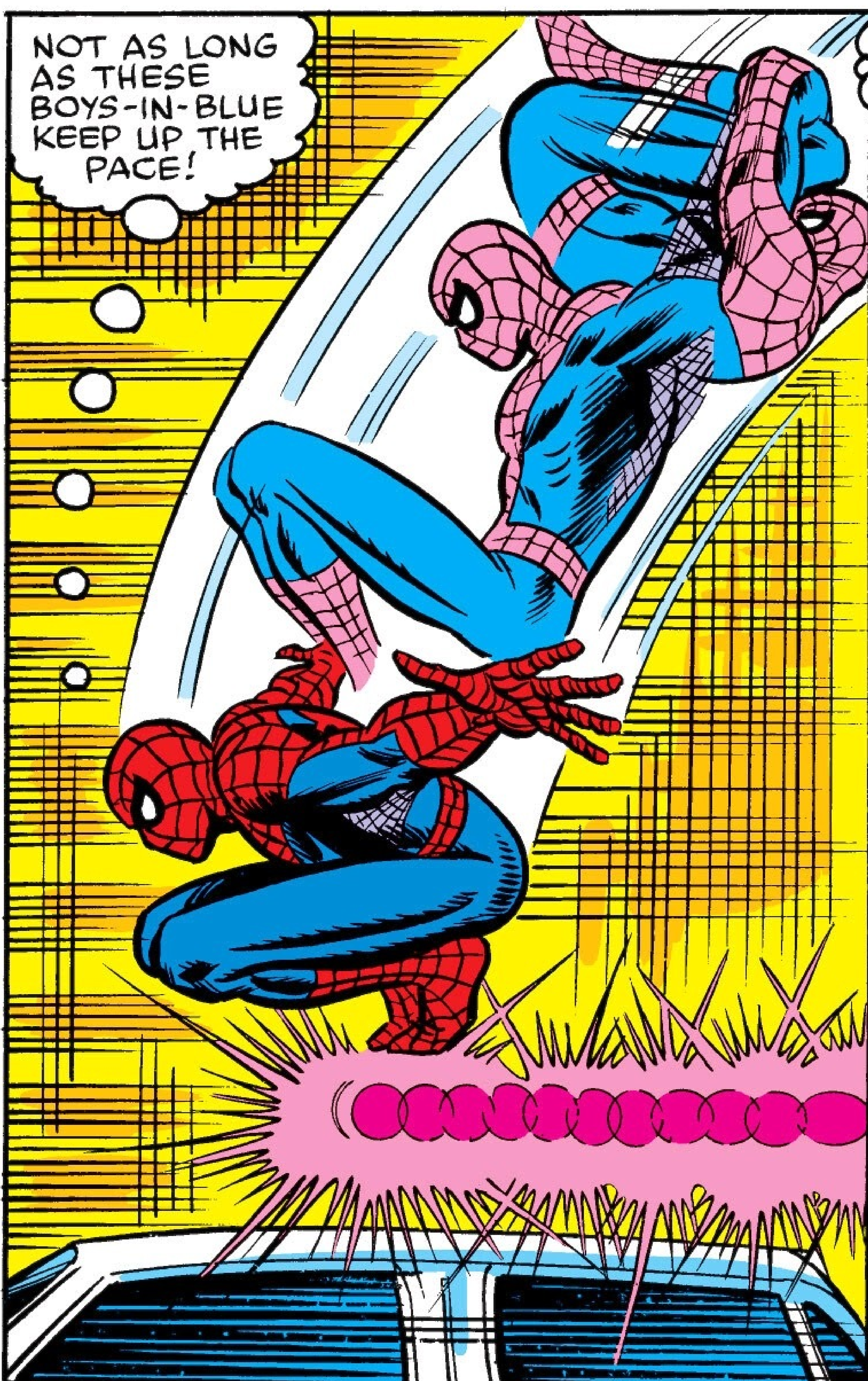

I'LL SEE YOU FOLKS LATER!
PETER? WHERE ARE YOU GOING?
LET THE BOY ALONE, MAY, HE HAS BLOOD IN HIS EYES! HE JUST NEEDS TO LET OFF SOME STEAM!

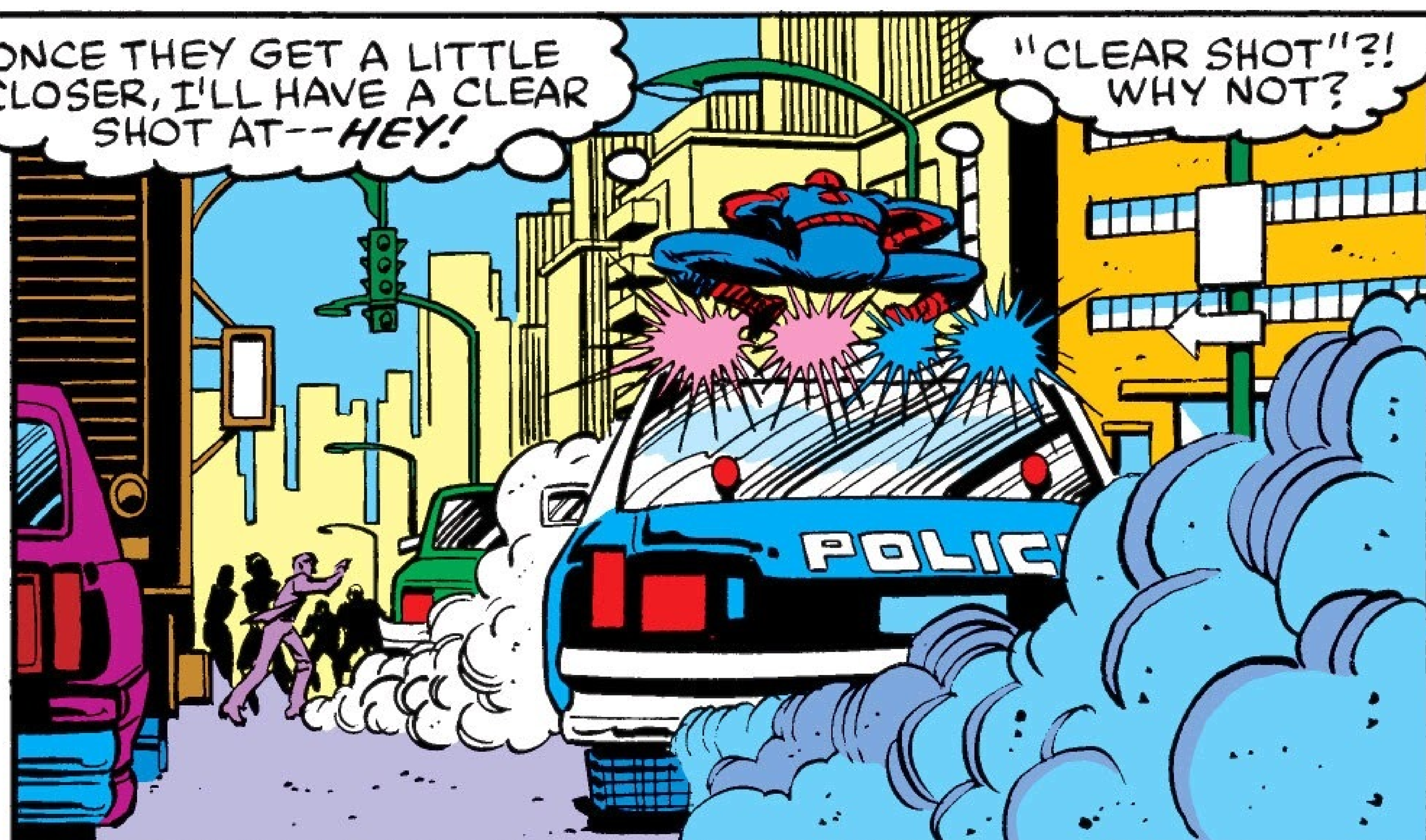

SECONDS LATER...
NATE WAS SO RIGHT! WHEN PEOPLE I LOVE ARE THREATENED, I SEE RED!

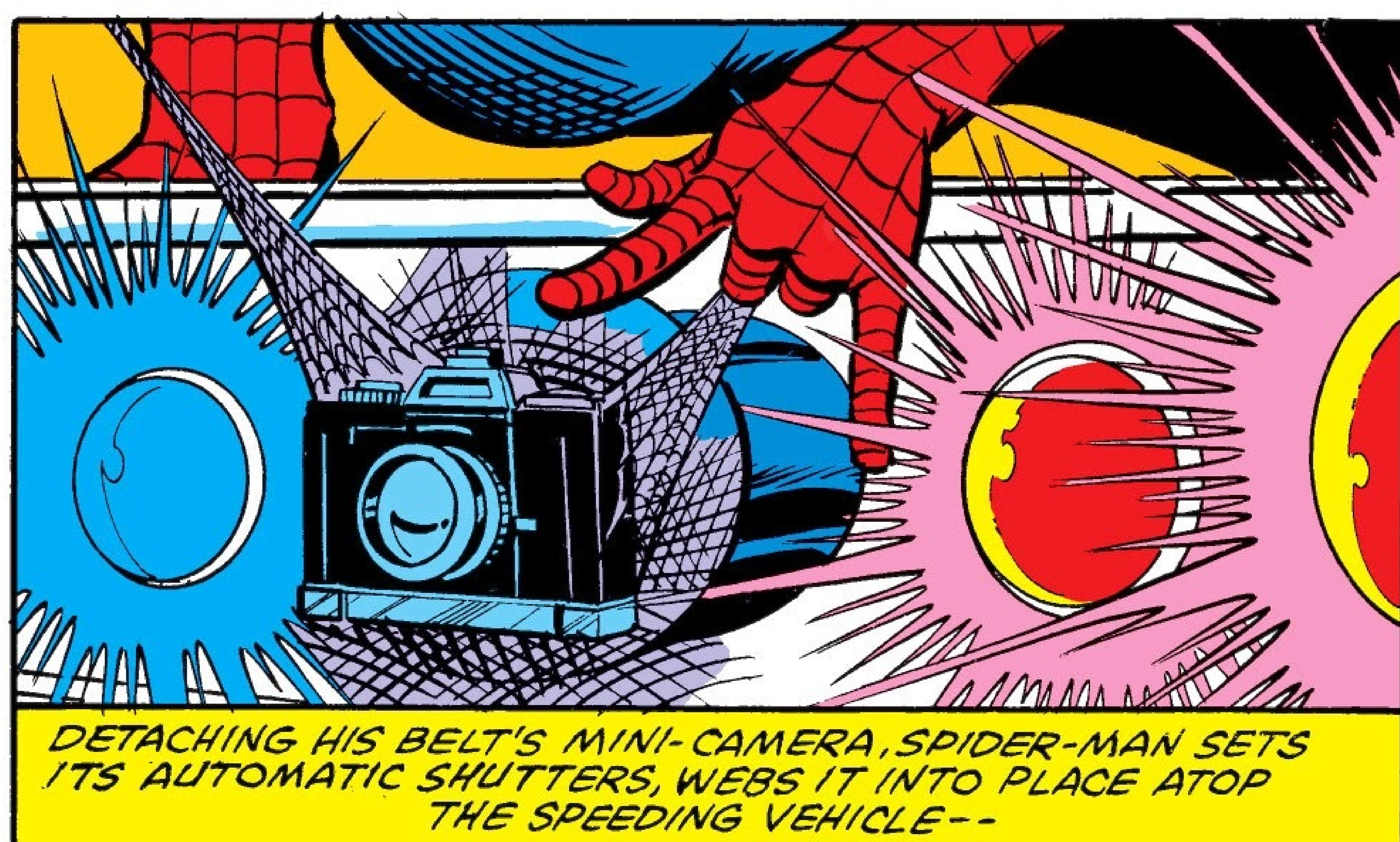

THWIP
AND PETER PARKER CAN LET OFF A LOT MORE STEAM--AND DO A LOT MORE GOOD --AS SPIDER-MAN!

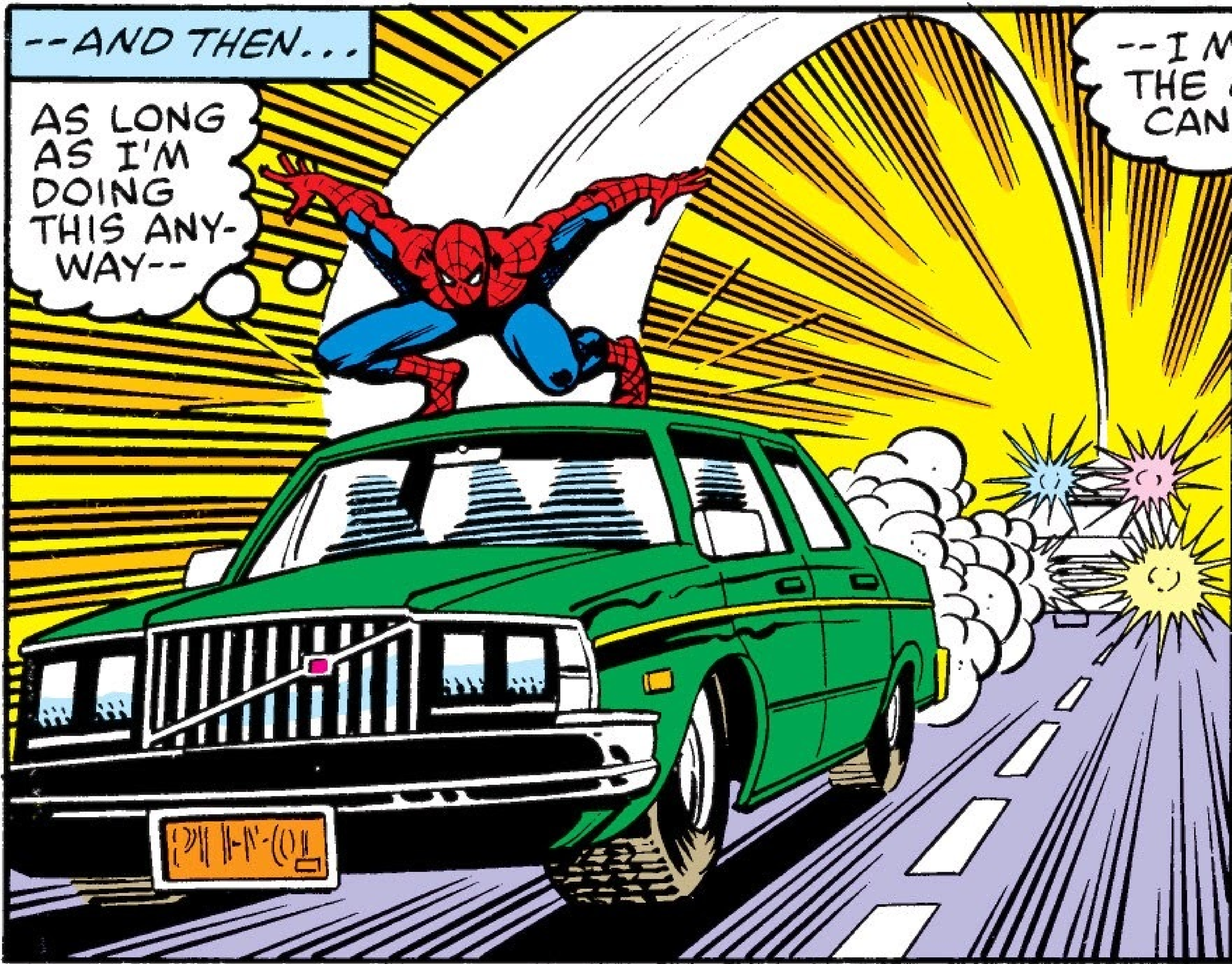
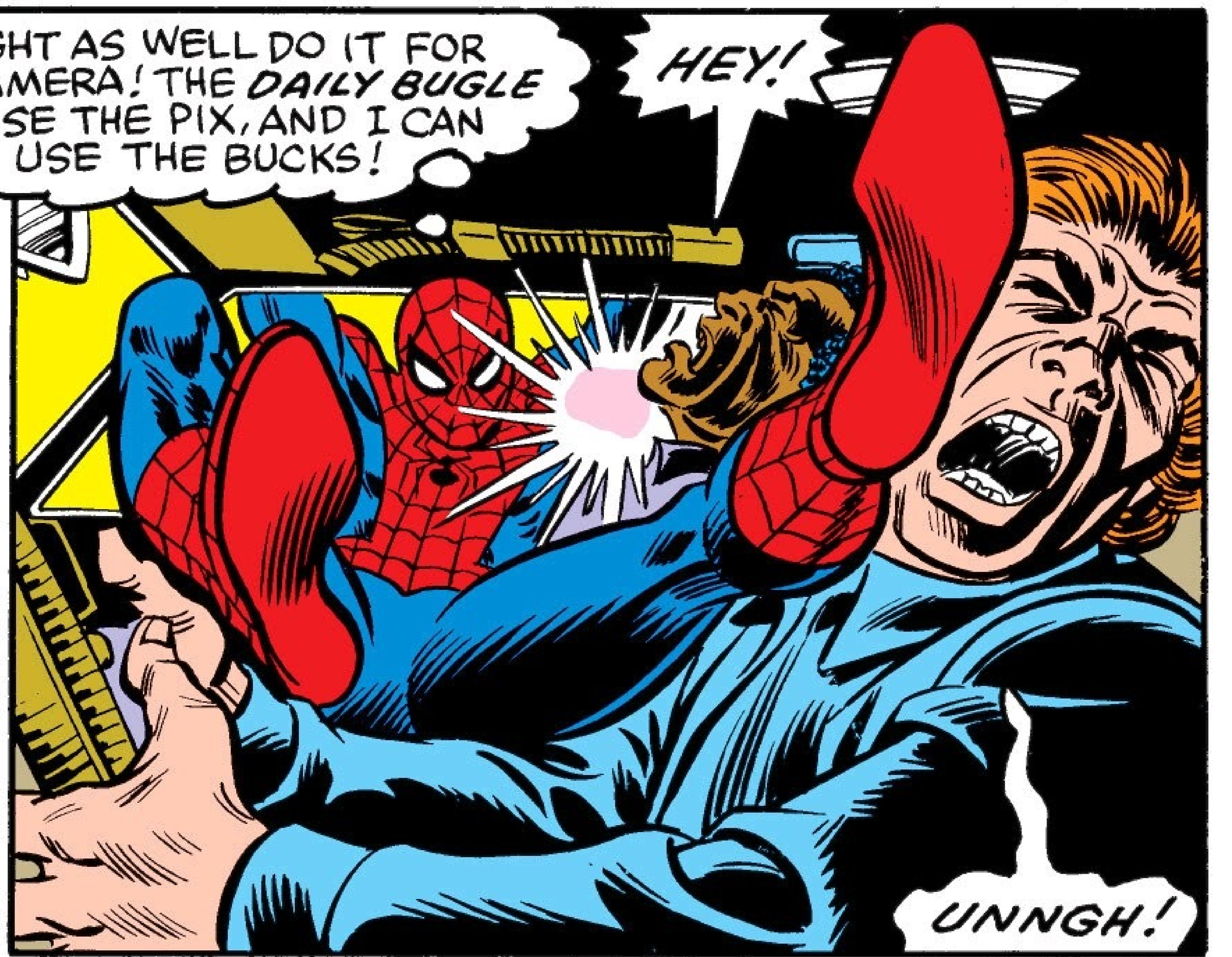
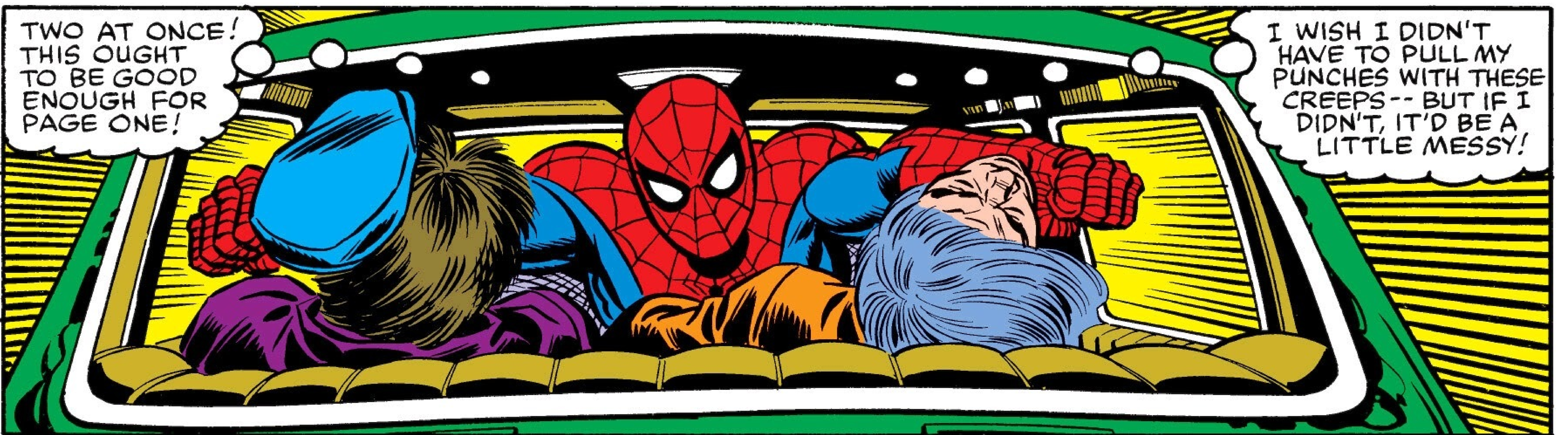
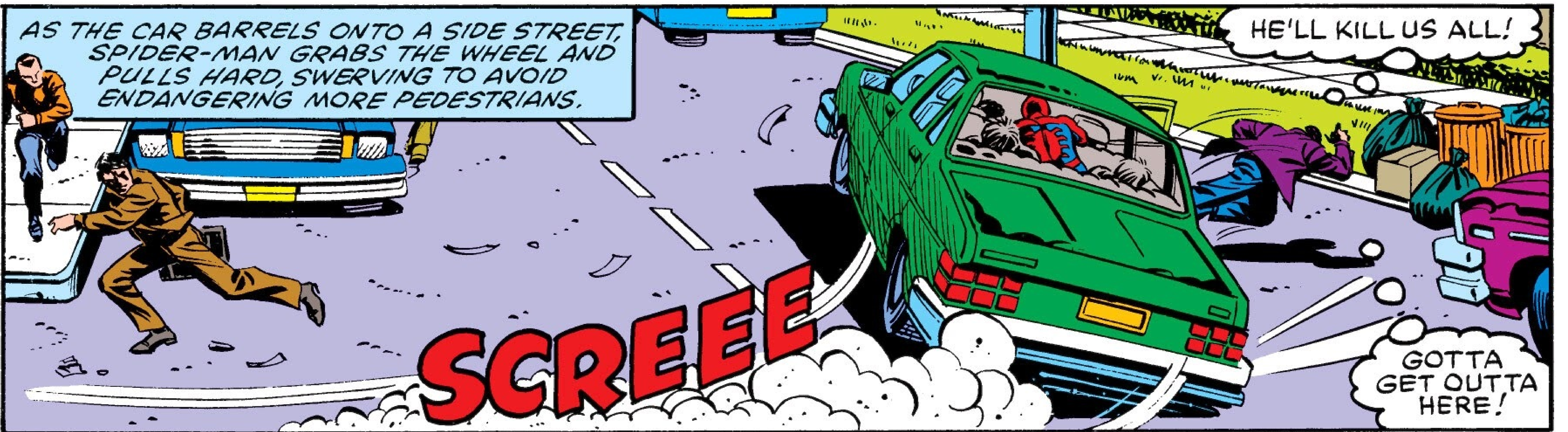

EMPLOYING HIS AMAZING WEB-SHOOTERS, THE MASKED ADVENTURER CATCHES UP TO THE POLICE CHASE IN LESS THAN A MINUTE...

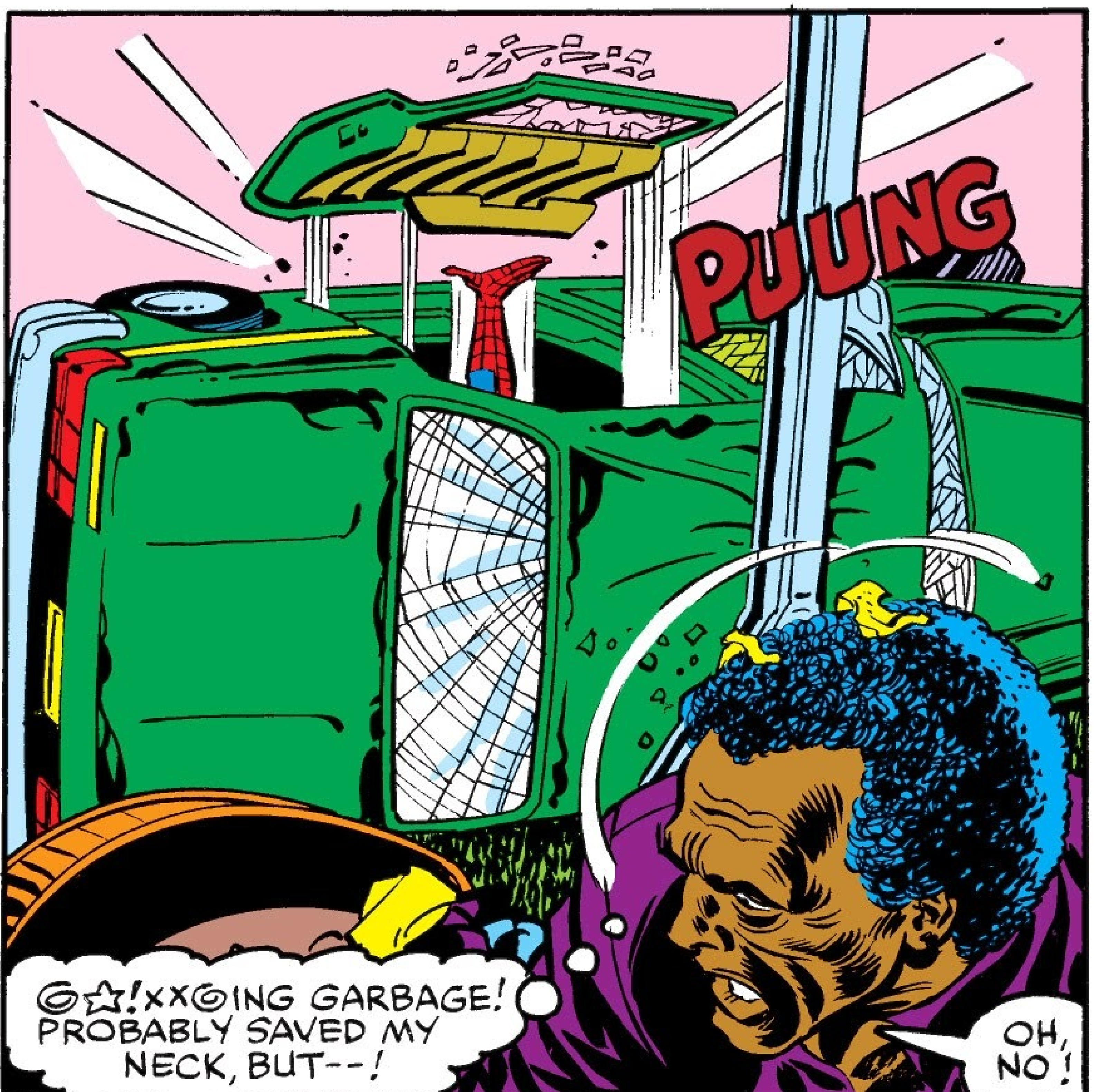

THEY'RE PULLING ONTO QUEENS BOULEVARD ...HEADING WEST, AWAY FROM THE TALLER BUILDINGS.
THAT MAKES IT TOUGHER TO KEEP UP BY WEB-LINE... BUT I REALLY DON'T HAVE TO!

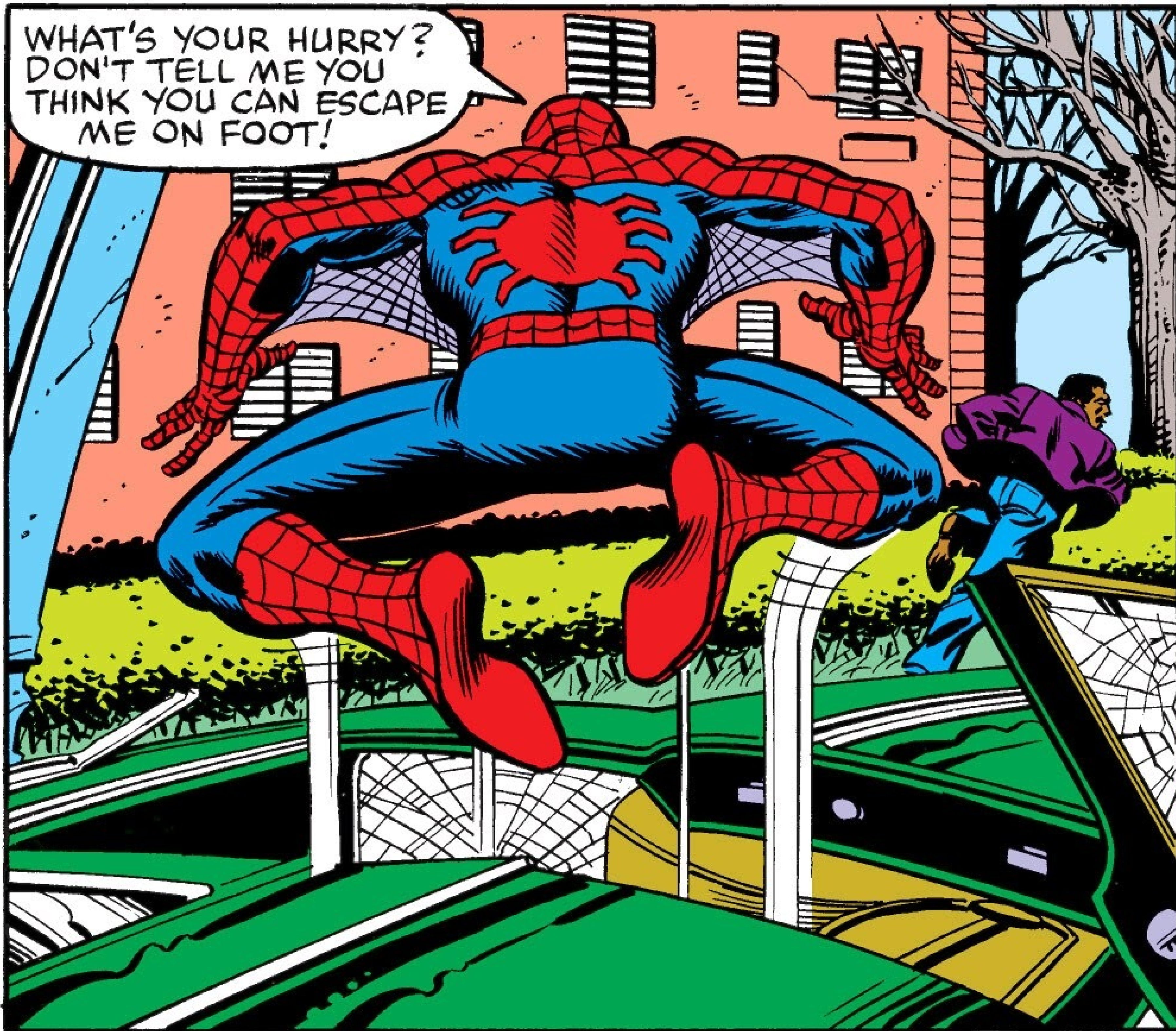

NOT AS LONG AS THESE BOYS-IN-BLUE KEEP UP THE PACE!


ONCE THEY GET A LITTLE CLOSER, I'LL HAVE A CLEAR SHOT AT--HEY!
"CLEAR SHOT"?! WHY NOT?
POLIC


DETACHING HIS BELT'S MINI-CAMERA, SPIDER-MAN SETS ITS AUTOMATIC SHUTTERS, WEBS IT INTO PLACE ATOP THE SPEEDING VEHICLE--

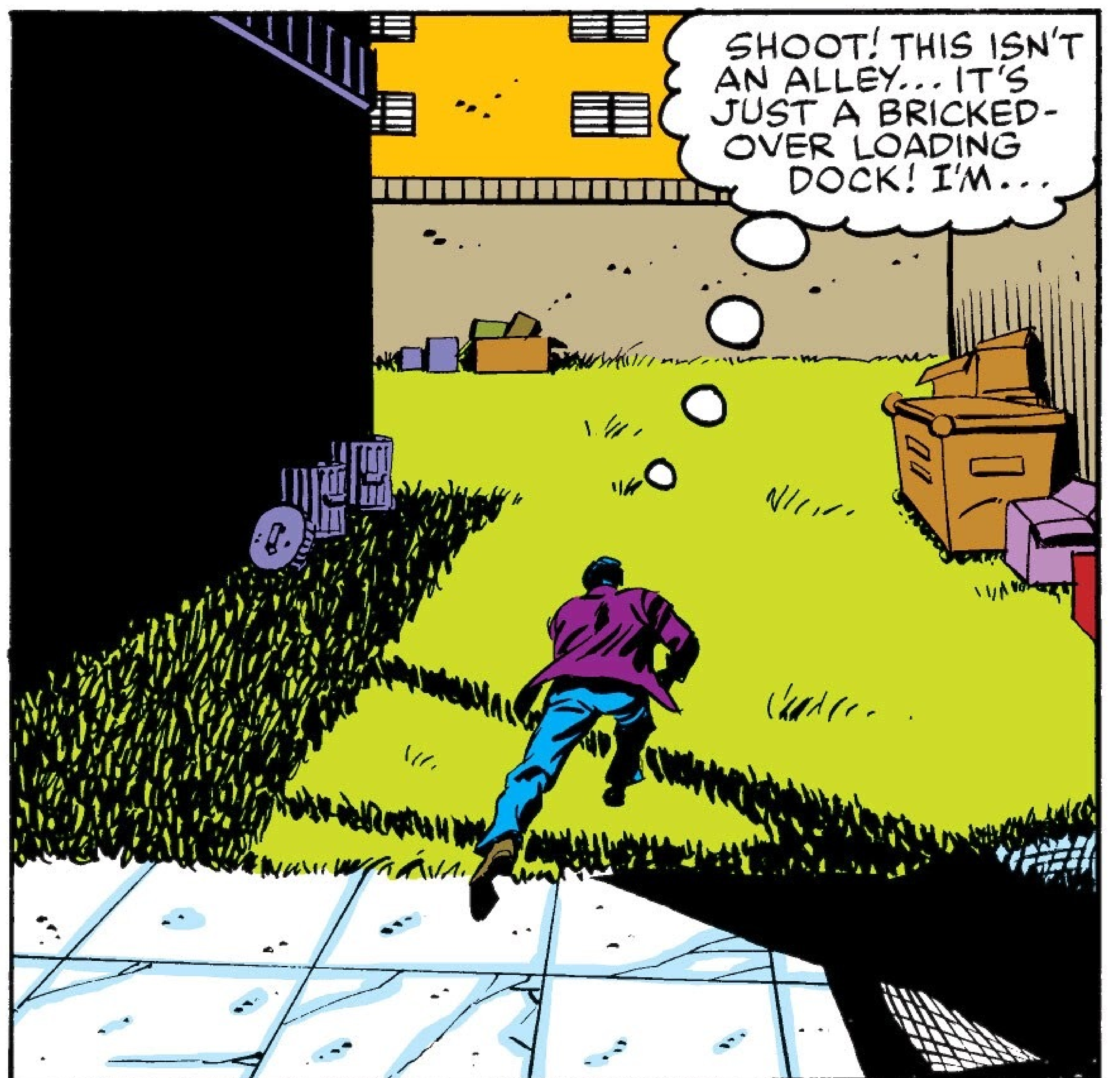

--AND THEN...
AS LONG AS I'M DOING THIS ANY-WAY--

--I MIGHT AS WELL DO IT FOR THE CAMERA! THE DAILY BUGLE CAN USE THE PIX, AND I CAN USE THE BUCKS!
HEY!
UNNGH!

TWO AT ONCE! THIS OUGHT TO BE GOOD ENOUGH FOR PAGE ONE!
I WISH I DIDN'T HAVE TO PULL MY PUNCHES WITH THESE CREEPS-- BUT IF I DIDN'T, IT'D BE A LITTLE MESSY!

AS THE CAR BARRELS ONTO A SIDE STREET, SPIDER-MAN GRABS THE WHEEL AND PULLS HARD, SWERVING TO AVOID ENDANGERING MORE PEDESTRIANS.
HE'LL KILL US ALL!
SCREEE
GOTTA GET OUTTA HERE!

KA-TOONG
KLANK
KLINK
KLATTER

PUUNG
G☆!XXGING GARBAGE! PROBABLY SAVED MY NECK, BUT--!
OH, NO!


WHAT'S YOUR HURRY? DON'T TELL ME YOU THINK YOU CAN ESCAPE ME ON FOOT!


HAHAHAHAHAHA
HE...HE'S LAUGHIN' AT ME! LIKE I'M NOTHIN'!


THIS AREA IS A REGULAR MAZE OF OLD FACTORIES AND WAREHOUSES! FAST-FOOT PROBABLY THINKS HE CAN LOSE ME!
IS HE EVER WRONG!

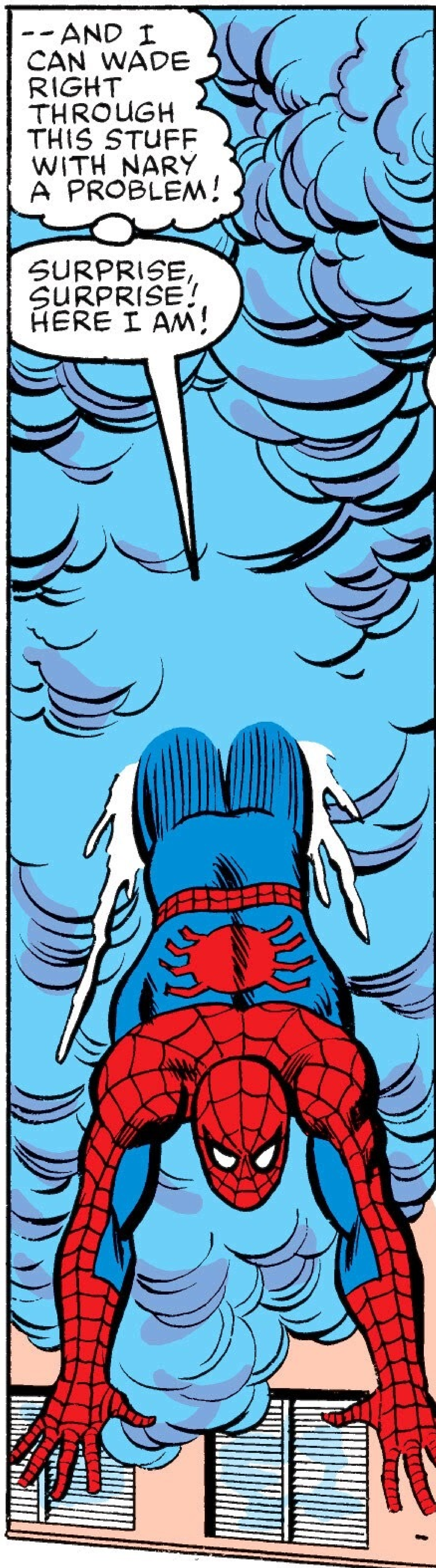

SHOOT! THIS ISN'T AN ALLEY... IT'S JUST A BRICKED-OVER LOADING DOCK! I'M...


...TRAPPED!
END OF THE ROAD, SUNSHINE!

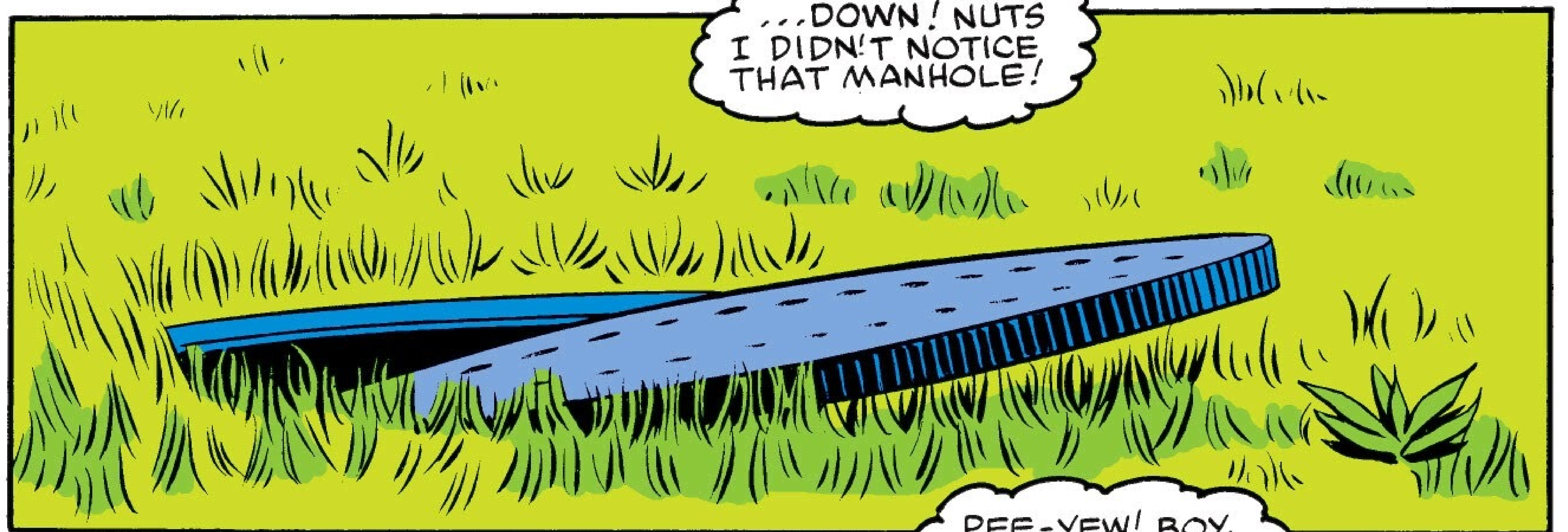

DON'T COUNT ON IT, MAN!

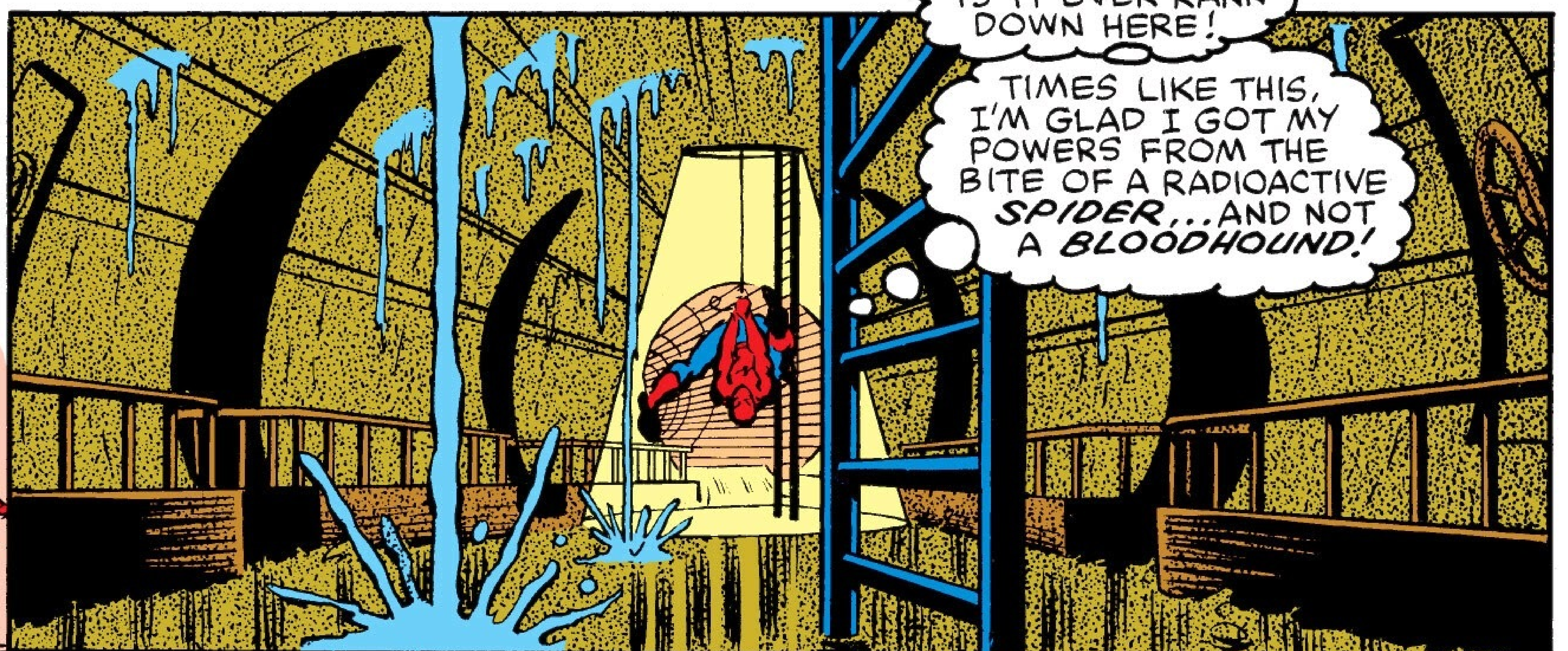

WHAT'S THIS?! A SMOKE BOMB?!
WUMP

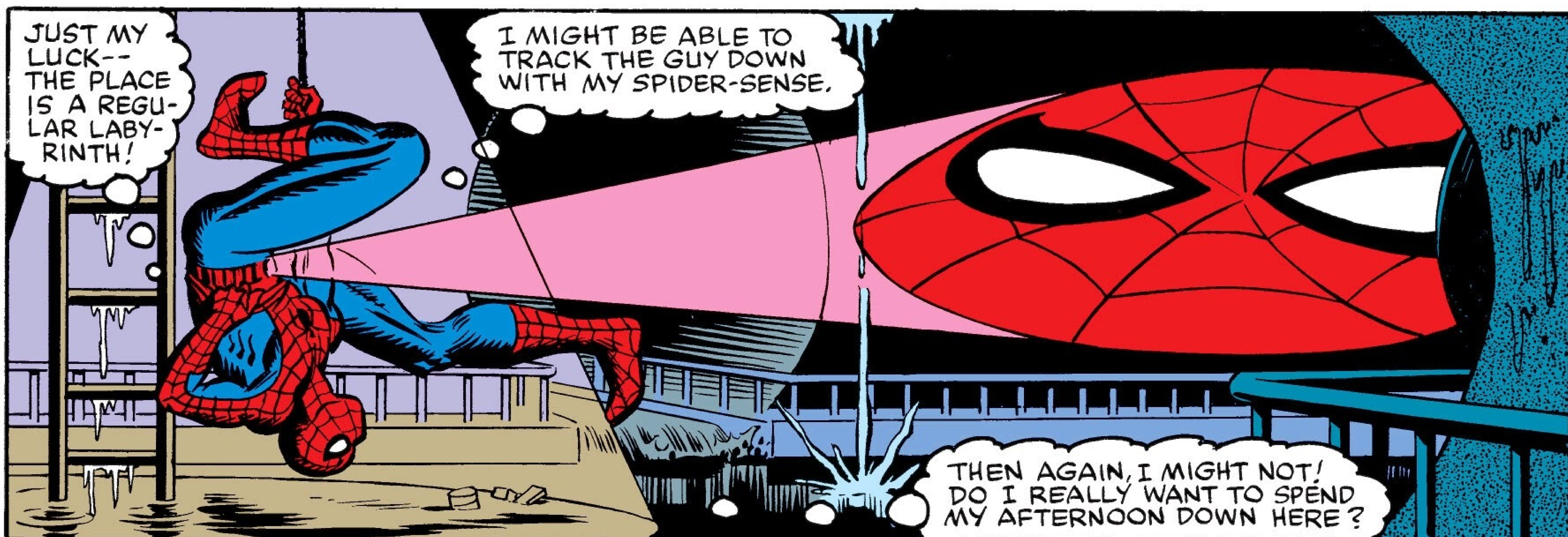

WELL, I'LL GIVE HIM AN "A" FOR EFFORT, BUT THIS CLOUD OF SMOKE WON'T DO HIM ANY GOOD! ALL I HAVE TO DO IS CONCEN-TRATE ON MY SPIDER-SENSE--

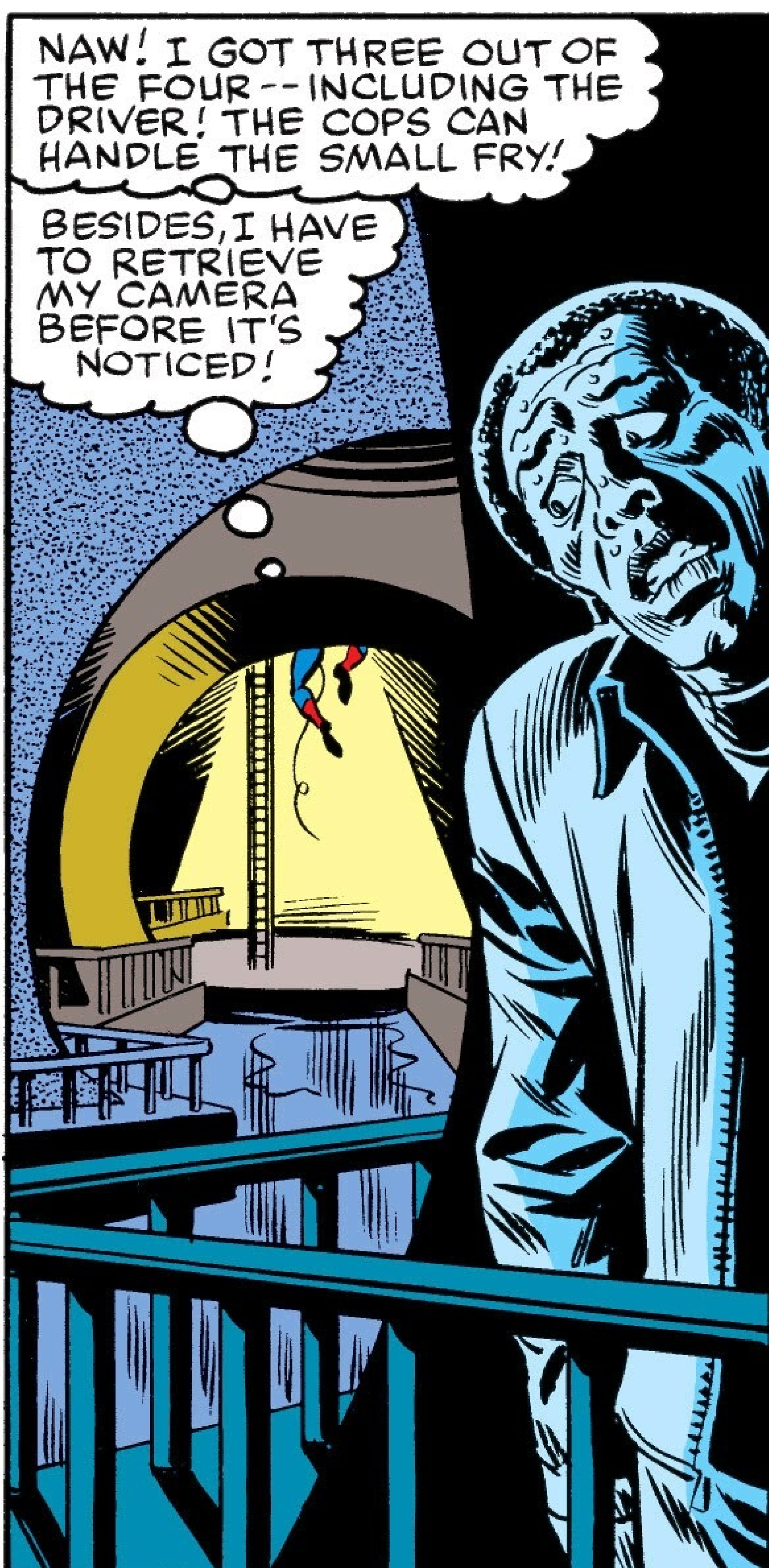

--AND I CAN WADE RIGHT THROUGH THIS STUFF WITH NARY A PROBLEM!
SURPRISE, SURPRISE! HERE I AM!


UH-OH! WHERE ARE YOU?!
WHAT THE HEY? I KNOW HE DIDN'T SNEAK PAST ME! AND THERE'S NOWHERE ELSE TO GO BACK HERE, EXCEPT UP OR...

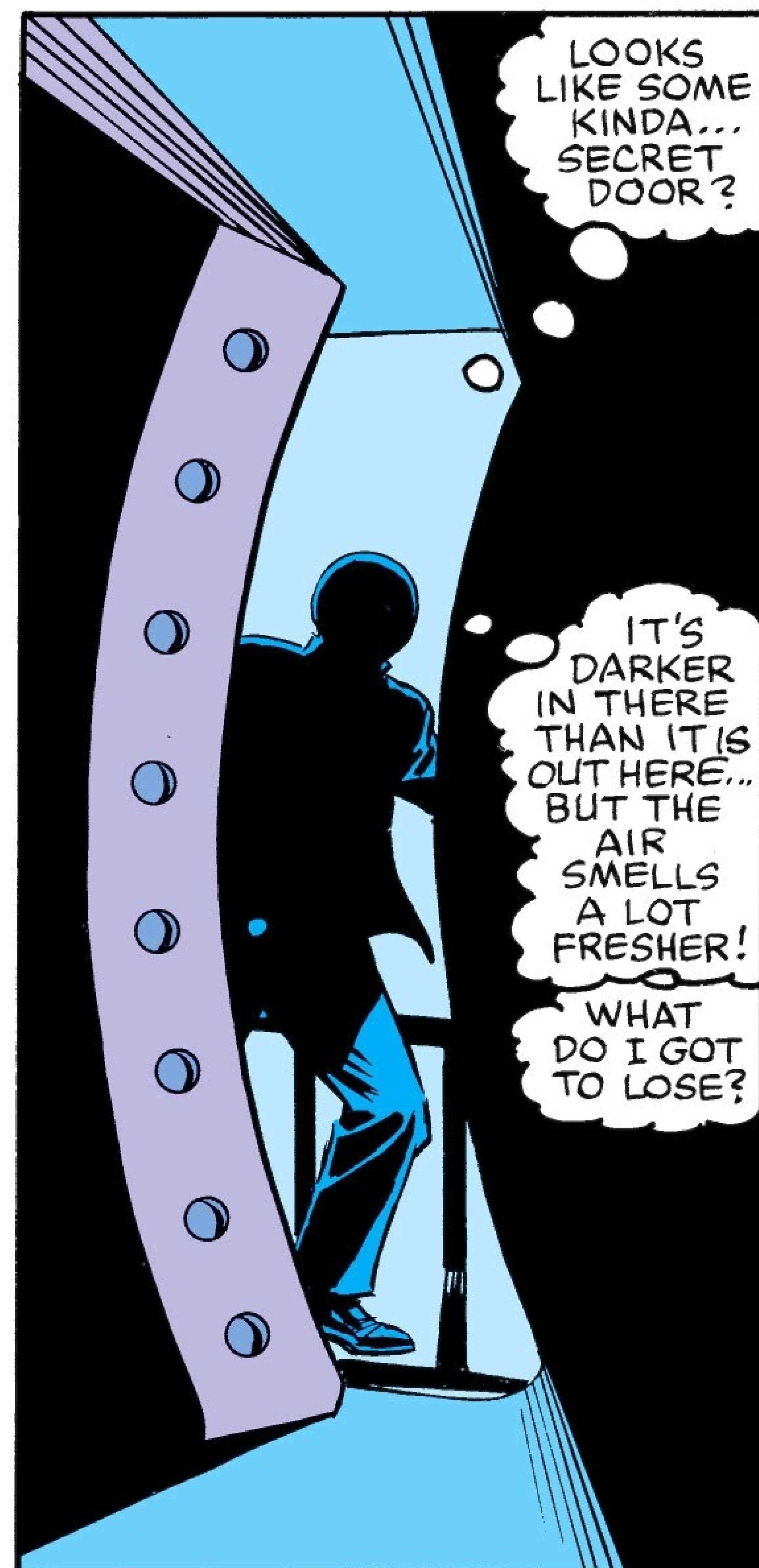

...DOWN! NUTS I DIDN'T NOTICE THAT MANHOLE!

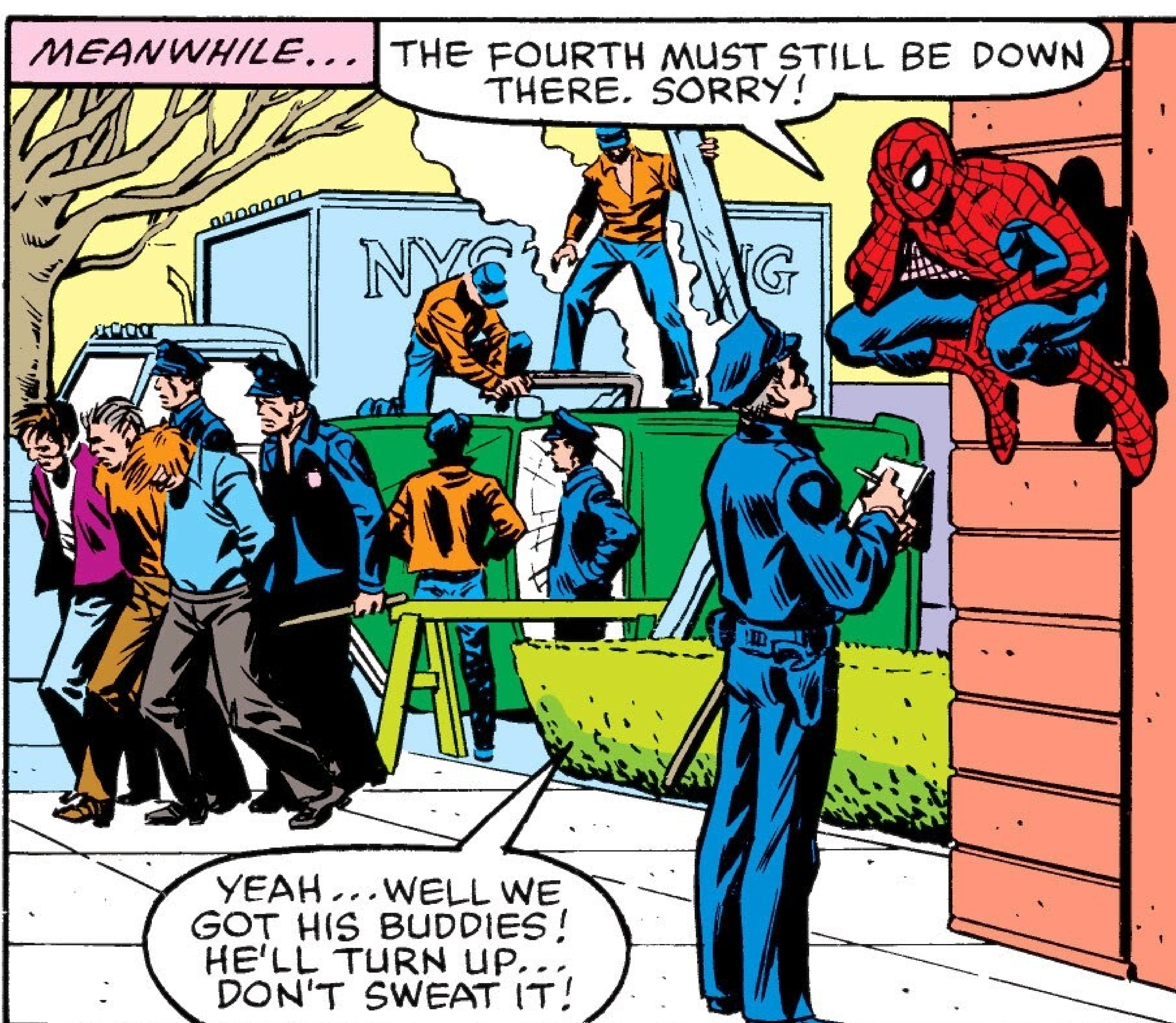

PEE-YEW! BOY, IS IT EVER RANK DOWN HERE!
TIMES LIKE THIS, I'M GLAD I GOT MY POWERS FROM THE BITE OF A RADIOACTIVE SPIDER... AND NOT A BLOODHOUND!


JUST MY LUCK-- THE PLACE IS A REGULAR LABYRINTH!
I MIGHT BE ABLE TO TRACK THE GUY DOWN WITH MY SPIDER-SENSE.
THEN AGAIN, I MIGHT NOT! DO I REALLY WANT TO SPEND MY AFTERNOON DOWN HERE?


NAW! I GOT THREE OUT OF THE FOUR--INCLUDING THE DRIVER! THE COPS CAN HANDLE THE SMALL FRY!
BESIDES, I HAVE TO RETRIEVE MY CAMERA BEFORE IT'S NOTICED!


WHEW! THAT WAS CLOSE! I THOUGHT HE HAD ME FOR SURE!
WHAT DO I DO NOW? IF I'M NOT CAREFUL, I COULD GET LOST DOWN HERE!
KLAK
HUH? WHUZZAT?

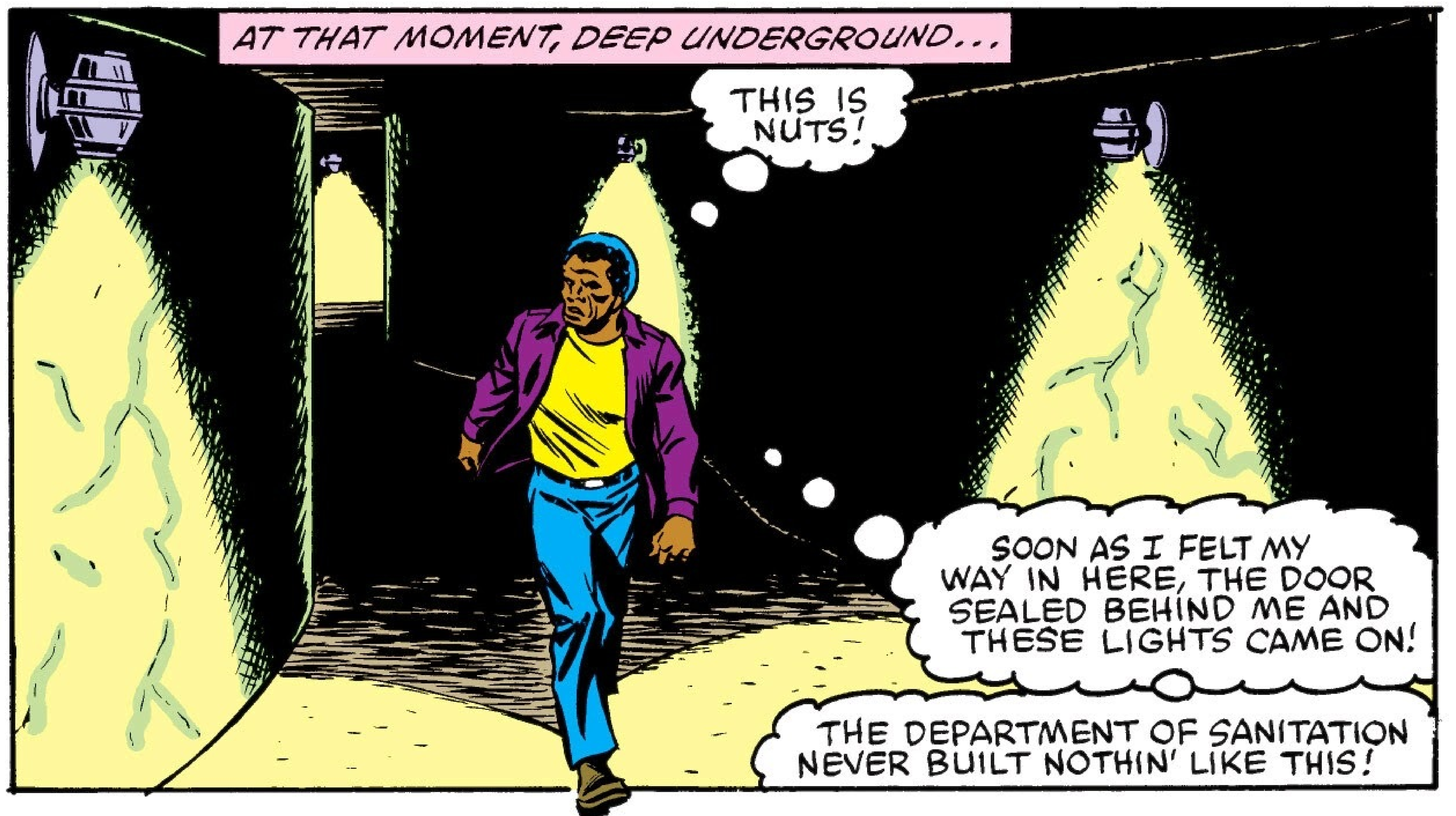

LOOKS LIKE SOME KINDA... SECRET DOOR?
IT'S DARKER IN THERE THAN IT IS OUT HERE... BUT THE AIR SMELLS A LOT FRESHER!
WHAT DO I GOT TO LOSE?


MEANWHILE...
THE FOURTH MUST STILL BE DOWN THERE. SORRY!
YEAH...WELL WE GOT HIS BUDDIES! HE'LL TURN UP... DON'T SWEAT IT!


I WAS HOPING YOU'D SAY THAT!
HEY, WHAT--?

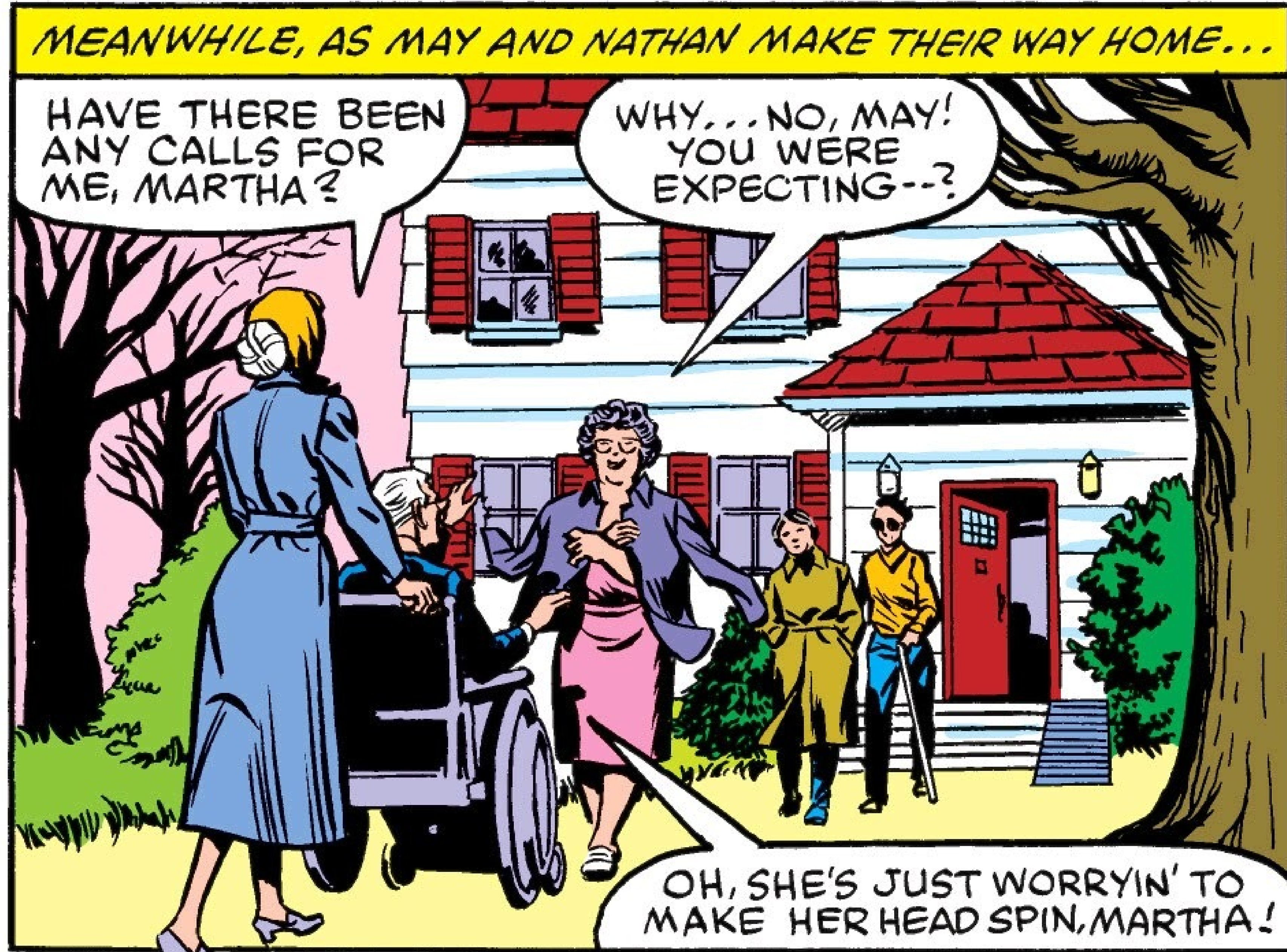

NOW I CAN CUT OUT WITH A CLEAR CONSCIENCE!
TOODLE-OO, GENTS!
THAT'S IT... COME TO PAPA, LI'L CAMERA!
TOONG

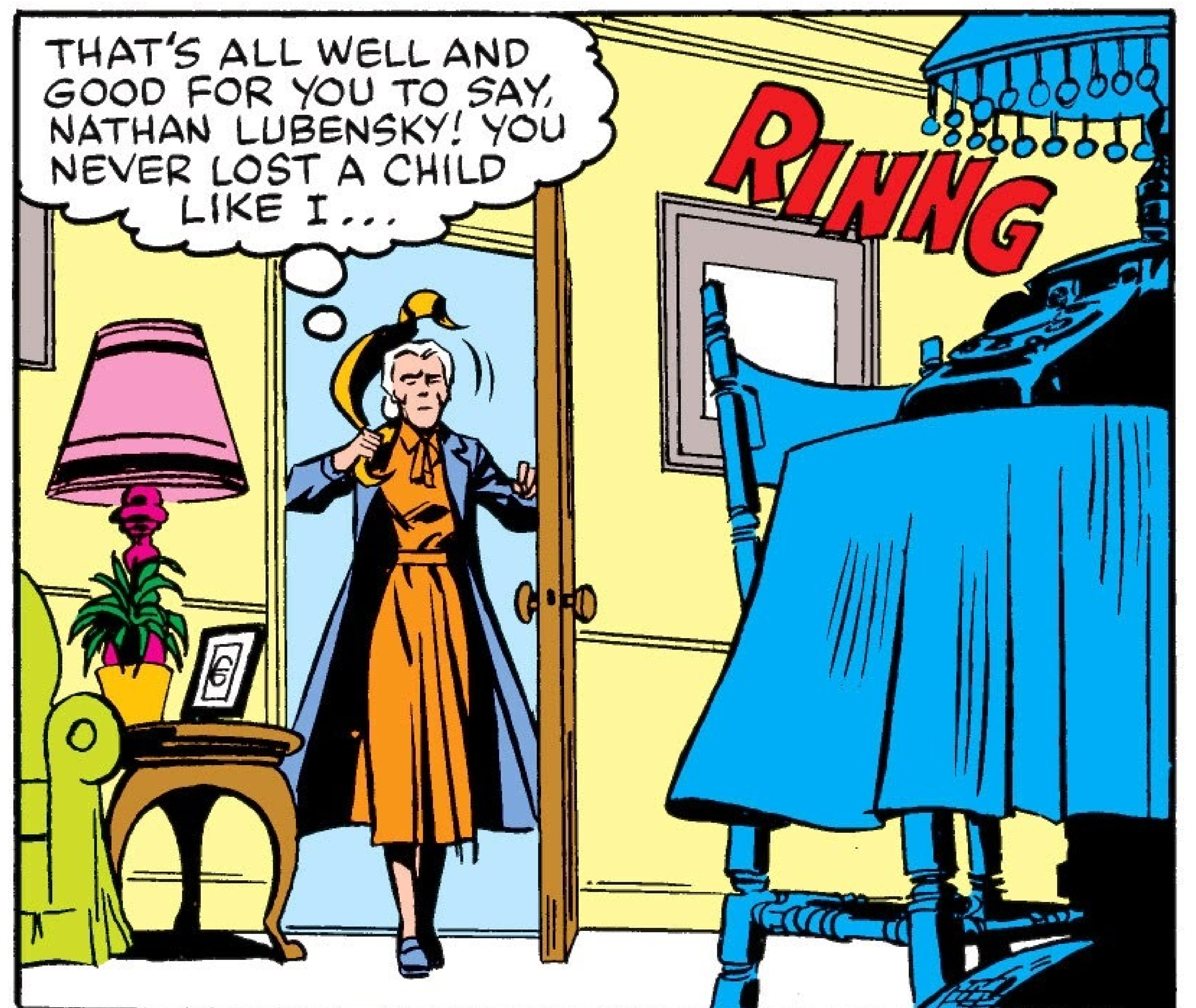

WAS IT MY IMAGINATION, OR DID HE GRAB SOMETHIN' OFF THAT PATROL CAR?
GRAB WHAT? EVERYTHING'S STILL THERE!
OSBORN MANUFACTURING EST.1962
SURE IS A WEIRD FELLA! AT LEAST HE SEEMS TO BE ON OUR SIDE!

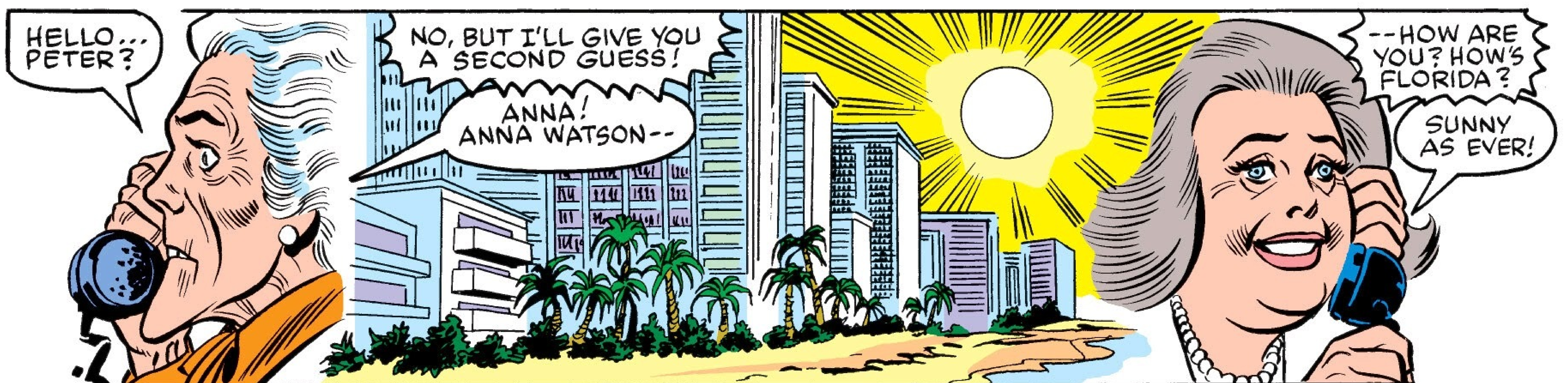

AT THAT MOMENT, DEEP UNDERGROUND...
THIS IS NUTS!
SOON AS I FELT MY WAY IN HERE, THE DOOR SEALED BEHIND ME AND THESE LIGHTS CAME ON!
THE DEPARTMENT OF SANITATION NEVER BUILT NOTHIN' LIKE THIS!


GUESS THIS IS THE END OF THE LINE! AIN'T NO AUTOMATIC LIGHTS IN HERE.
THIS PLACE SOUNDS BIG... LIKE A WORKROOM OR SOMETHING. MUST BE A LIGHT SWITCH ON THE WALL SOMEWHERES!

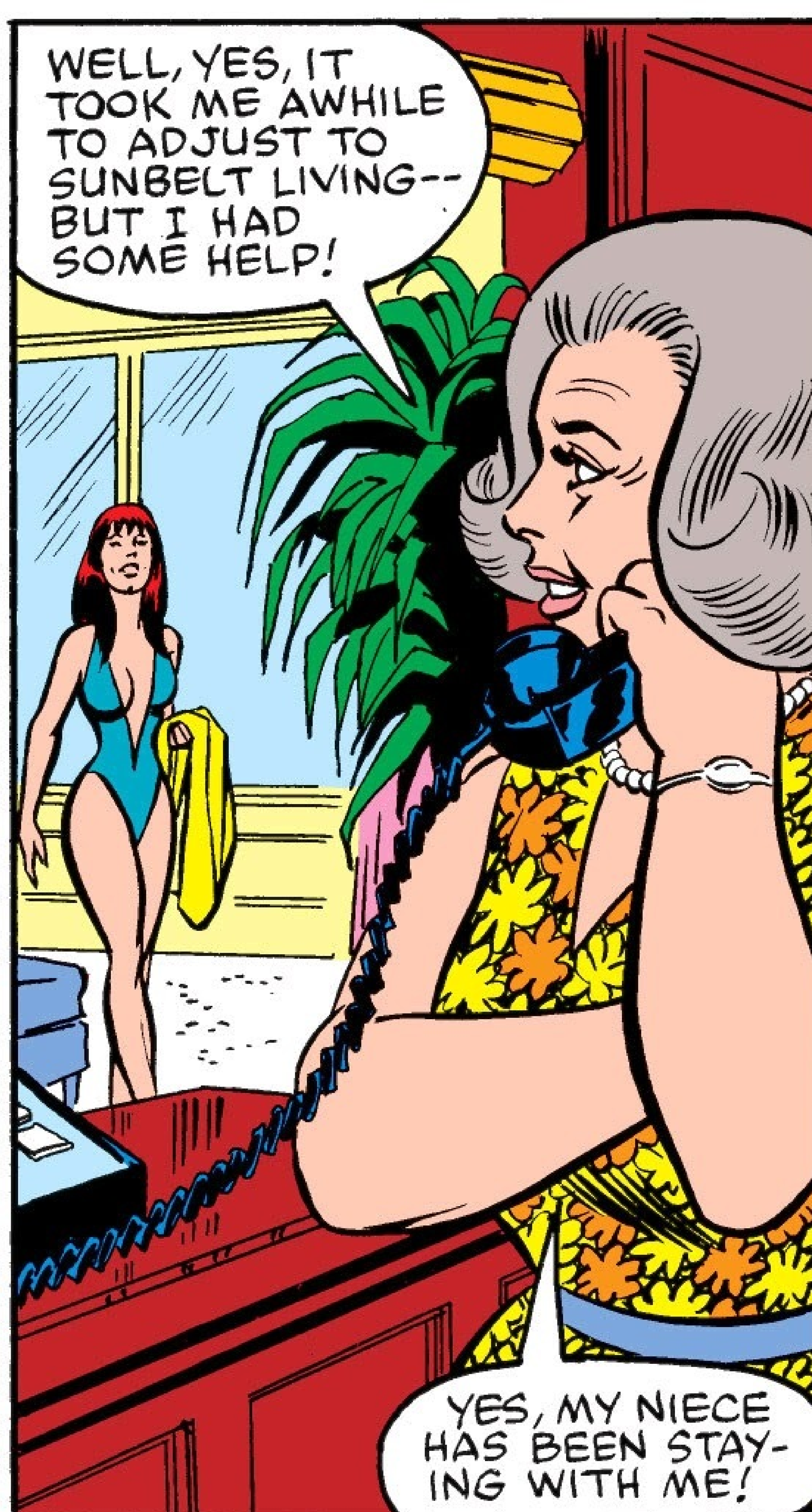

KLIK
HOLEE--!
THAT MASK... ALL OF THIS GEAR! I'VE SEEN PICTURES OF STUFF LIKE THIS IN THE PAPERS!
I MUSTA FOUND THE SECRET HEADQUARTERS OF THE GREEN GOBLIN!!


MEANWHILE, AS MAY AND NATHAN MAKE THEIR WAY HOME...
HAVE THERE BEEN ANY CALLS FOR ME, MARTHA?
WHY... NO, MAY! YOU WERE EXPECTING--?
OH, SHE'S JUST WORRYIN' TO MAKE HER HEAD SPIN, MARTHA!


THAT'S ALL WELL AND GOOD FOR YOU TO SAY, NATHAN LUBENSKY! YOU NEVER LOST A CHILD LIKE I...
RINNG


HELLO... PETER?
NO, BUT I'LL GIVE YOU A SECOND GUESS!
ANNA! ANNA WATSON--
--HOW ARE YOU? HOW'S FLORIDA?
SUNNY AS EVER!

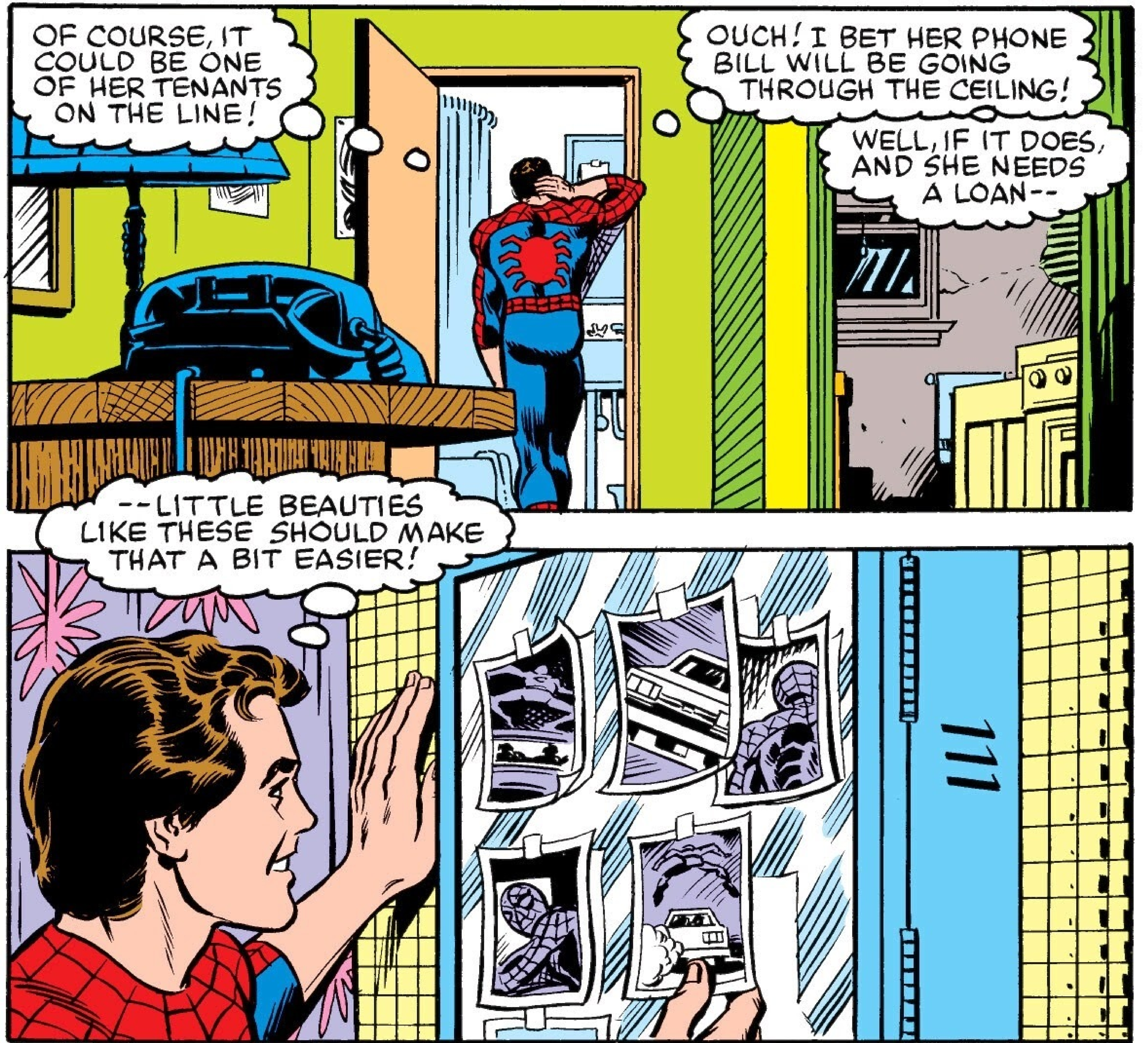

I WANTED TO CALL AND CONGRATULATE YOU ON OPENING YOUR BOARDING HOUSE!
YES, I JUST GOT YOUR CARD!
WHAT? NO, THAT CRIME WAVE WAS FARTHER SOUTH!

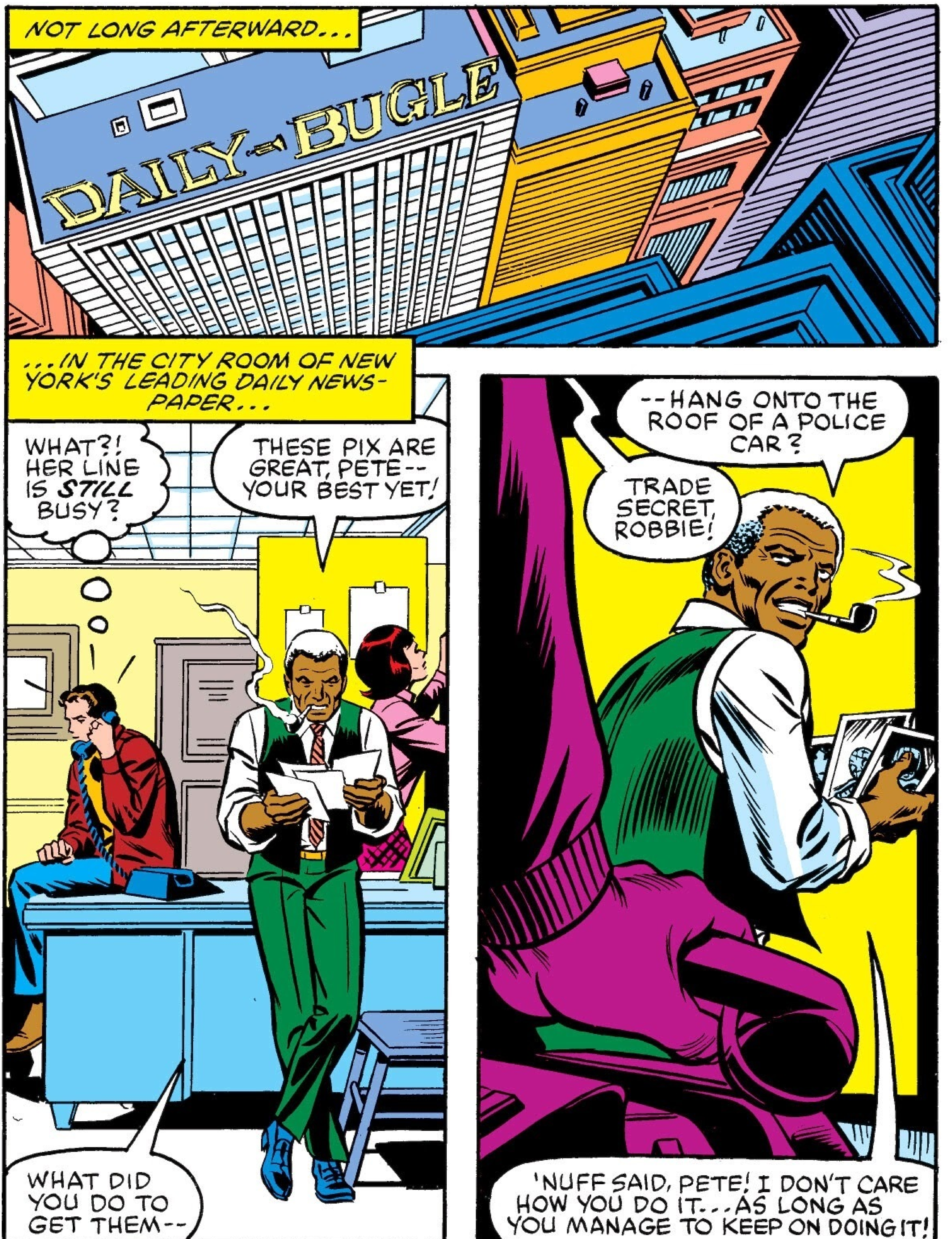

WELL, YES, IT TOOK ME AWHILE TO ADJUST TO SUNBELT LIVING-- BUT I HAD SOME HELP!
YES, MY NIECE HAS BEEN STAYING WITH ME!

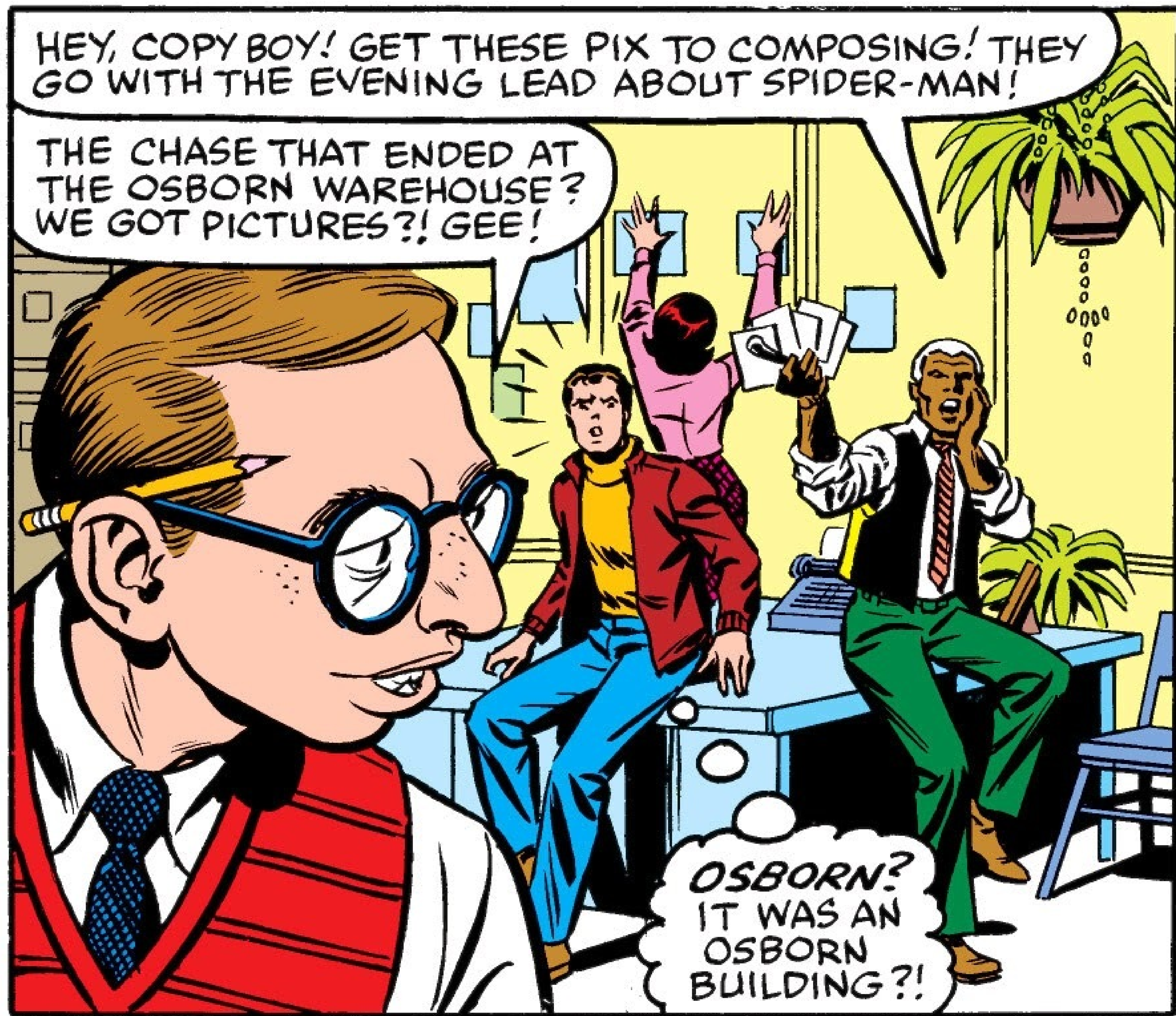

SAY "HELLO" FOR ME! I'M OFF TO THE BEACH!
MARY JANE SAYS, "HELLO!"


GIVE HER MY BEST, ANNA!
OH, IT'S SO GOOD TO HEAR YOUR VOICE, TOO! YOU REALLY MUST COME BACK NORTH FOR A VISIT!
YOU WON'T BELIEVE HOW WE'VE FIXED UP THE OLD PLACE!


ELSEWHERE...
HAH! HERE I HURRIED HOME TO CALL AUNT MAY, SO SHE WOULDN'T BE WORRIED ABOUT ME-- AND HER LINE IS BUSY!
I WONDER WHO SHE'S TALKING TO?
BRRT -KLIK BRRT -KLIK BRRT -KLIK


OF COURSE, IT COULD BE ONE OF HER TENANTS ON THE LINE!
OUCH! I BET HER PHONE BILL WILL BE GOING THROUGH THE CEILING!
WELL, IF IT DOES, AND SHE NEEDS A LOAN--
--LITTLE BEAUTIES LIKE THESE SHOULD MAKE THAT A BIT EASIER!


NOT LONG AFTERWARD...
DAILY BUGLE
...IN THE CITY ROOM OF NEW YORK'S LEADING DAILY NEWS-PAPER...
WHAT?! HER LINE IS STILL BUSY?
THESE PIX ARE GREAT, PETE-- YOUR BEST YET!
WHAT DID YOU DO TO GET THEM--
--HANG ONTO THE ROOF OF A POLICE CAR?
TRADE SECRET, ROBBIE!
'NUFF SAID, PETE! I DON'T CARE HOW YOU DO IT...AS LONG AS YOU MANAGE TO KEEP ON DOING IT!


HEY, COPY BOY! GET THESE PIX TO COMPOSING! THEY GO WITH THE EVENING LEAD ABOUT SPIDER-MAN!
THE CHASE THAT ENDED AT THE OSBORN WAREHOUSE? WE GOT PICTURES?! GEE!
OSBORN? IT WAS AN OSBORN BUILDING?!


BOY, DOES THAT NAME CONJURE UP MEMORIES!
SOMETIMES I THINK NORMAN OSBORN WILL HAUNT ME FOR THE REST OF MY LIFE.

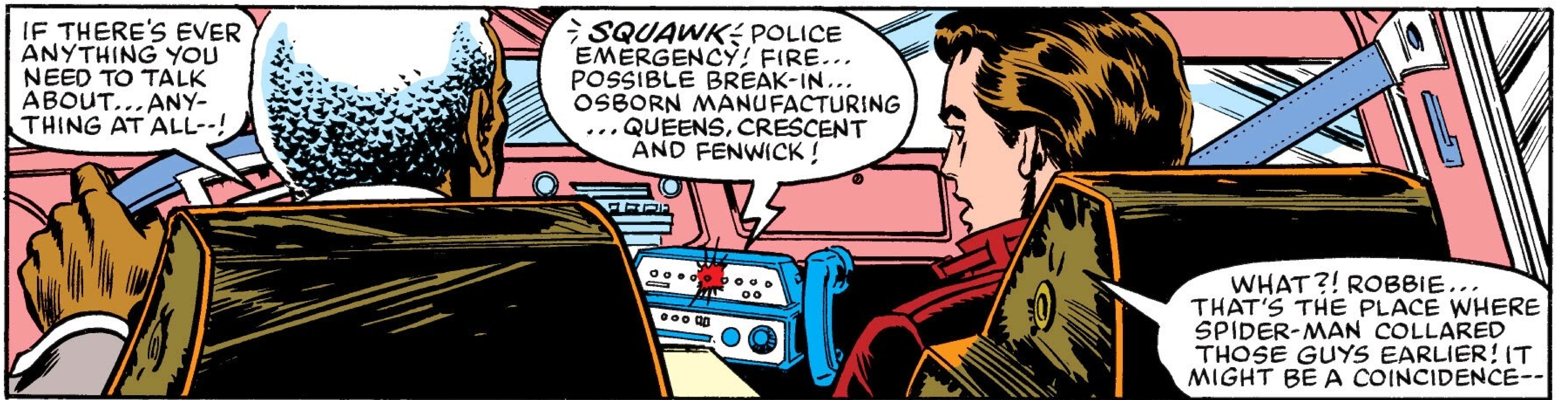

"I KNEW HIM AS THE GREEN GOBLIN LONG BEFORE I EVER DISCOVERED HIS TRUE IDENTITY... AND HE LEARNED MINE!
"HE WAS PROBABLY THE DEADLIEST ENEMY I'VE EVER HAD... AND HE WAS MAD AS A HATTER!
"EVENTUALLY, HE WAS KILLED BY ONE OF HIS OWN DEVICES... BUT NOT BEFORE HE'D CAUSED THE DEATH OF GWEN STACY."

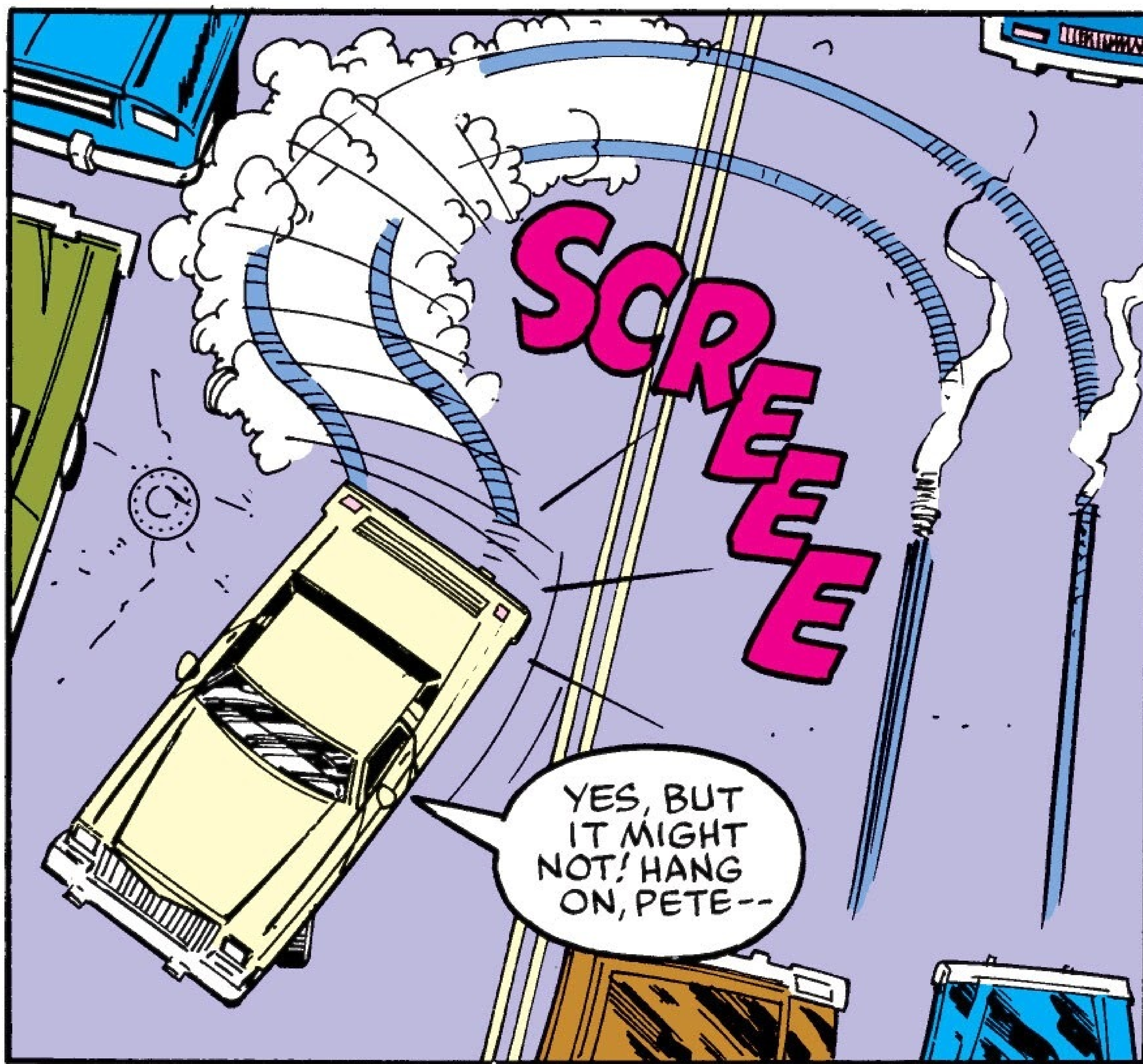

GWEN--!
PETER!
HUH?
I SAID, DON'T YOU WANT YOUR CHECK?

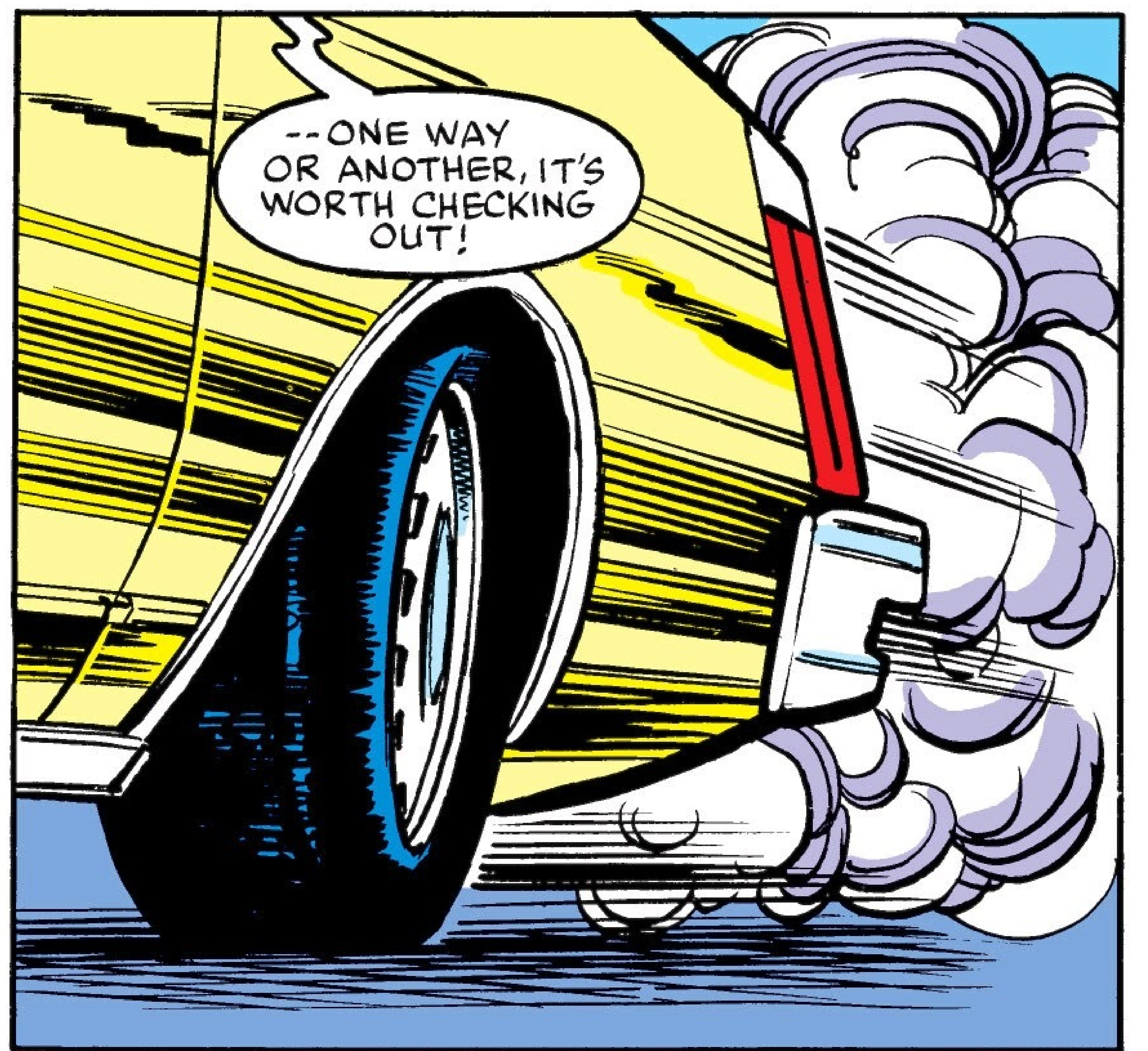

OH, SURE, ROBBIE! THANKS FOR... WOW! ARE YOU SERIOUS ABOUT PAYING ME THIS MUCH? WHAT'LL JONAH SAY?
PROBABLY SOMETHING UNPRINTABLE. BUT SINCE OUR FRUGAL PUBLISHER HAS TAKEN THE AFTERNOON OFF, IT'S WITHIN MY POWER TO UP YOUR RATE. BESIDES, THOSE PIX ARE WORTH IT!

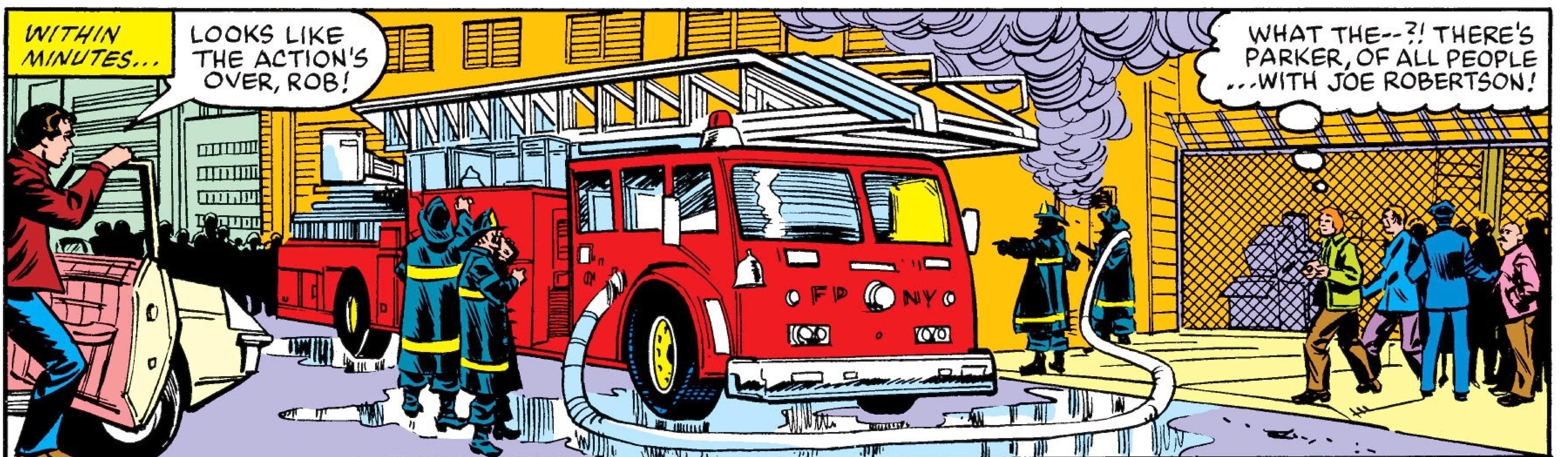

HAH! I WISH J.J.J. WOULD LEAVE THINGS IN YOUR HANDS MORE OFTEN, ROBBIE!
WELL, I'D LIKE TO STAY AND B.S., BUT I OUGHT TO BE CHECKING IN WITH MY AUNT!
SHE'S BACK LIVING IN FOREST HILLS, ISN'T SHE? HOW'D YOU LIKE A FREE RIDE OUT THERE?

AT THAT MOMENT, NOT FAR FROM RESIDENTIAL FOREST HILLS...
OSBORN MANUFACTURING
L2515
HERE IT IS, MAN, JUST LIKE I TOLD YA... THE GREEN GOBLIN'S OLD HIDEOUT!
INCREDIBLE!
NOTES, PRIVATE JOURNALS ...ALL THIS EQUIPMENT!
YEAH, I FIGURED A DUDE LIKE YOU'D BE INTERESTED!
YOU FIGURED CORRECTLY, GEORGIE. I WANT YOU TO LOAD EVERYTHING THAT CAN BE MOVED INTO THE VAN!
AND WHILE YOU DO THAT, I'LL MAKE SURE THAT NO EVIDENCE REMAINS OF OUR PILFERING!
SOMETIME LATER...
I REALLY APPRECIATE THE LIFT, ROBBIE!
NO PROBLEM, PETER... IT'S RIGHT ON MY WAY HOME!
BESIDES, IT'S NICE TO GET A CHANCE TO CHAT WITH YOU FOR A WHILE! ABOUT THE ONLY TIME I SEE YOU ANYMORE IS WHEN YOU DASH THROUGH THE CITY ROOM WITH NEW PHOTOS.
I'M AFRAID SO. I JUST DON'T HAVE MUCH TIME TO HANG OUT AT THE *BUGLE* LIKE I USED TO.
WELL, THAT'S UNDERSTANDABLE. YOUR GRADUATE STUDIES MUST TAKE UP A LOT OF TIME.
STILL, I DON'T WANT YOU TO BECOME A STRANGER!


IF THERE'S EVER ANYTHING YOU NEED TO TALK ABOUT... ANYTHING AT ALL--!
SQUAWK POLICE EMERGENCY! FIRE... POSSIBLE BREAK-IN... OSBORN MANUFACTURING ...QUEENS, CRESCENT AND FENWICK!
WHAT?! ROBBIE... THAT'S THE PLACE WHERE SPIDER-MAN COLLARED THOSE GUYS EARLIER! IT MIGHT BE A COINCIDENCE--


SCREEE
YES, BUT IT MIGHT NOT! HANG ON, PETE--


--ONE WAY OR ANOTHER, IT'S WORTH CHECKING OUT!


WITHIN MINUTES...
LOOKS LIKE THE ACTION'S OVER, ROB!
WHAT THE--?! THERE'S PARKER, OF ALL PEOPLE ...WITH JOE ROBERTSON!
FD NY


LOOKS LIKE THERE WAS MORE SMOKE THAN FIRE. COULD HAVE BEEN ACCIDENTAL, I SUPPOSE.
I HOPE IT WAS!
'EVENING, GENTS!
HUH? BANNON?! WHAT'RE YOU DOING HERE?


JUST EARNING MY DAILY BREAD! BET MY PIX WILL LOOK MIGHTY GOOD IN TOMORROW'S BUGLE!
TOO BAD YOU MISSED IT ALL!


GOOD WORK, LANCE!
EXCUSE ME, CAPTAIN-- I'M JOE ROBERTSON OF THE *DAILY BUGLE!* HAVE YOU DETERMINED THE CAUSE OF THE FIRE YET?


WELL, SIR, IT MIGHT BE ARSON. IT APPEARS TO HAVE BEEN SET... AND THE FELLA WHO TURNED IN THE ALARM SAW A RED VAN SPEED AWAY--
13
--JUST BEFORE HE SPOTTED THE SMOKE. LUCKILY, THE FIRE WAS CONTAINED WITHIN THE CHAMBER WHERE IT STARTED.


FUNNY THING, THOUGH... THAT CHAMBER WASN'T ON ANY FLOORPLAN WE COULD FIND. IT'S ALMOST AS IF IT WAS SUPPOSED TO BE A SECRET ROOM OR SOMETHING!
WHAT?! CAPTAIN, COULD I TAKE A LOOK IN THERE?
C'MON, PARKER, YOU DON'T WANT TO GO IN THERE! THE GOOD PIX HAVE BEEN TAKEN!
YOUR BUDDY'S RIGHT. THERE'S NOT MUCH TO SEE... BUT IF YOU WANT TO LOOK, IT SHOULD BE SAFE ENOUGH.


I'M ALMOST AFRAID TO LOOK ... BUT I HAVE TO!


WHAT'S WITH PARKER? HE DOESN'T EVEN HAVE A CAMERA WITH HIM!


FOLLOWING THE TRAILING FIRE HOSE, PETER WORKS HIS WAY DOWN INTO THE BUILDING, UNTIL...
OH, NO!
I'VE BEEN IN ROOMS LIKE THIS ONE BEFORE! AS BURNT AS THE PLACE IS, I CAN STILL RECOGNIZE THE FIXTURES ON THE WALL! THE LAST TIME I SAW A METAL RACK LIKE THAT--


--IT WAS HOLDING A ROW OF JET-GLIDERS! THIS WAS ONE OF NORMAN OSBORN'S HIDEAWAYS WHEN HE WAS THE GREEN GOBLIN!



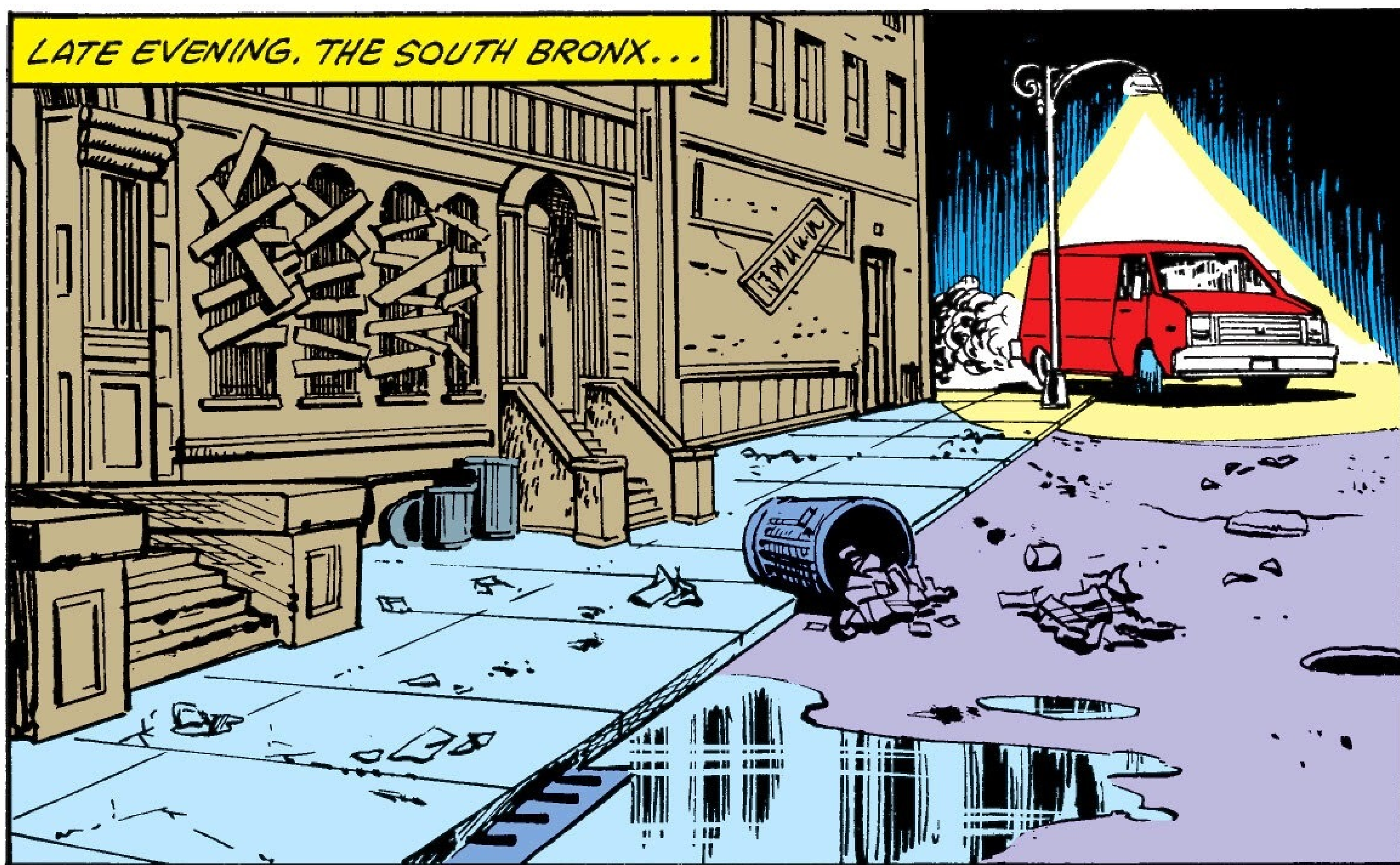




OH, HI, AUNT MAY! I'VE BEEN TRYING TO REACH YOU ALL AFTERNOON, BUT YOUR LINE'S BEEN BUSY!
NO, I'M FINE!
THANK HEAVENS! I'M SO SORRY! ANNA WATSON CALLED FROM FLORIDA, AND WE HAD SUCH A NICE CHAT THAT I LOST TRACK OF TIME!
WHEN I REALIZED HOW LONG WE'D BEEN TALKING, I CALLED ALL AROUND TRYING TO FIND YOU! A NICE MAN AT THE ***BUGLE*** FINALLY GAVE ME MR. ROBERTSON'S SPECIAL NUMBER AND--!
WELL, YOU CAN STOP WORRYING NOW!
NO, REALLY! I'M FINE!
WELL, NO, I DIDN'T HAVE LUNCH YET, BUT--!
DINNER? WELL, SURE, I'D LOVE TO--OKAY, I SHOULD BE THERE IN 15 MINUTES. YEAH... 'BYE!


THANKS AGAIN FOR THE LIFT, ROBBIE. I'LL HOOF IT THE REST OF THE WAY! SEE YA!
ALL RIGHT, PETER. TAKE CARE. GIVE MY BEST TO YOUR AUNT!

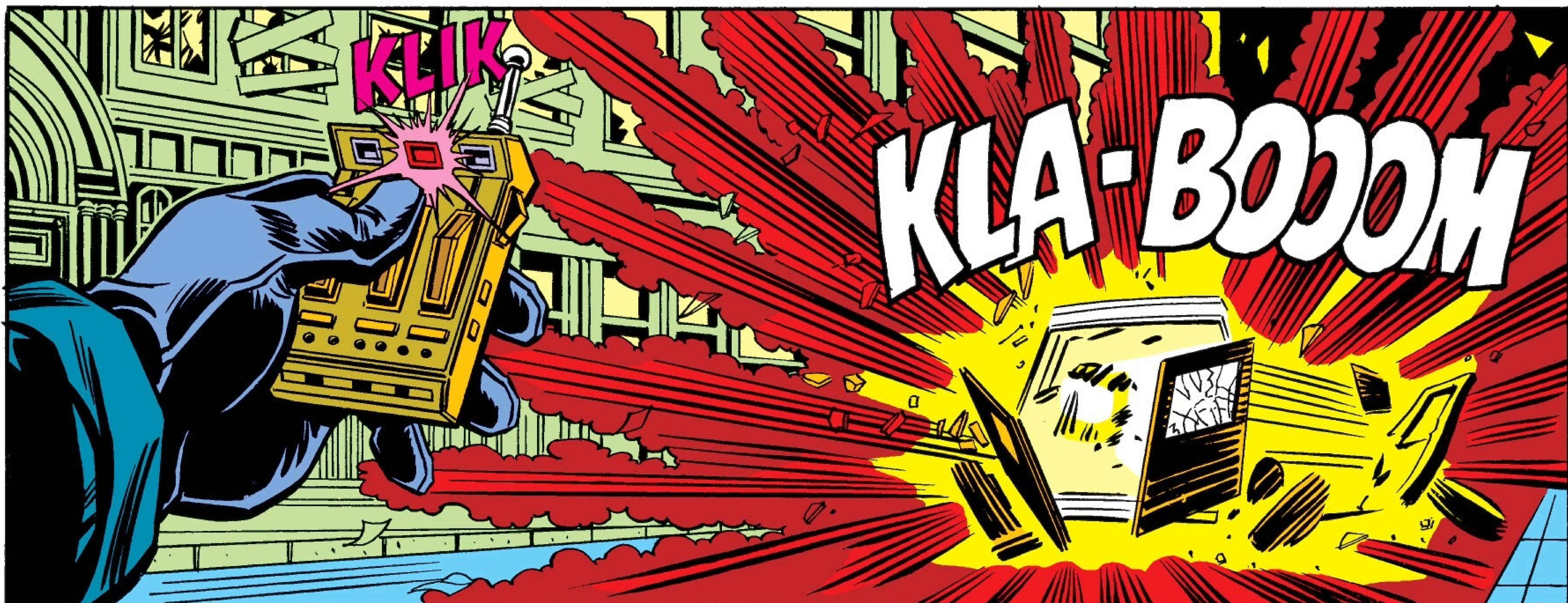

WHAT HAVE I DONE?!?
IF THE BANK ROBBER I LOST IN THE SEWERS TODAY IS THE ONE WHO LOOTED THE GOBLIN'S LAIR--
--THEN I MAY BE RESPONSIBLE FOR UNLEASHING A NEW GREEN GOBLIN... JUST AS I WAS RESPONSIBLE FOR UNCLE BEN'S DEATH!
AND THERE'S NOTHING I CAN DO ABOUT IT... NOW!
THAT FIREMAN MENTIONED A RED VAN... I WISH I KNEW WHERE IT IS!


LATE EVENING. THE SOUTH BRONX...

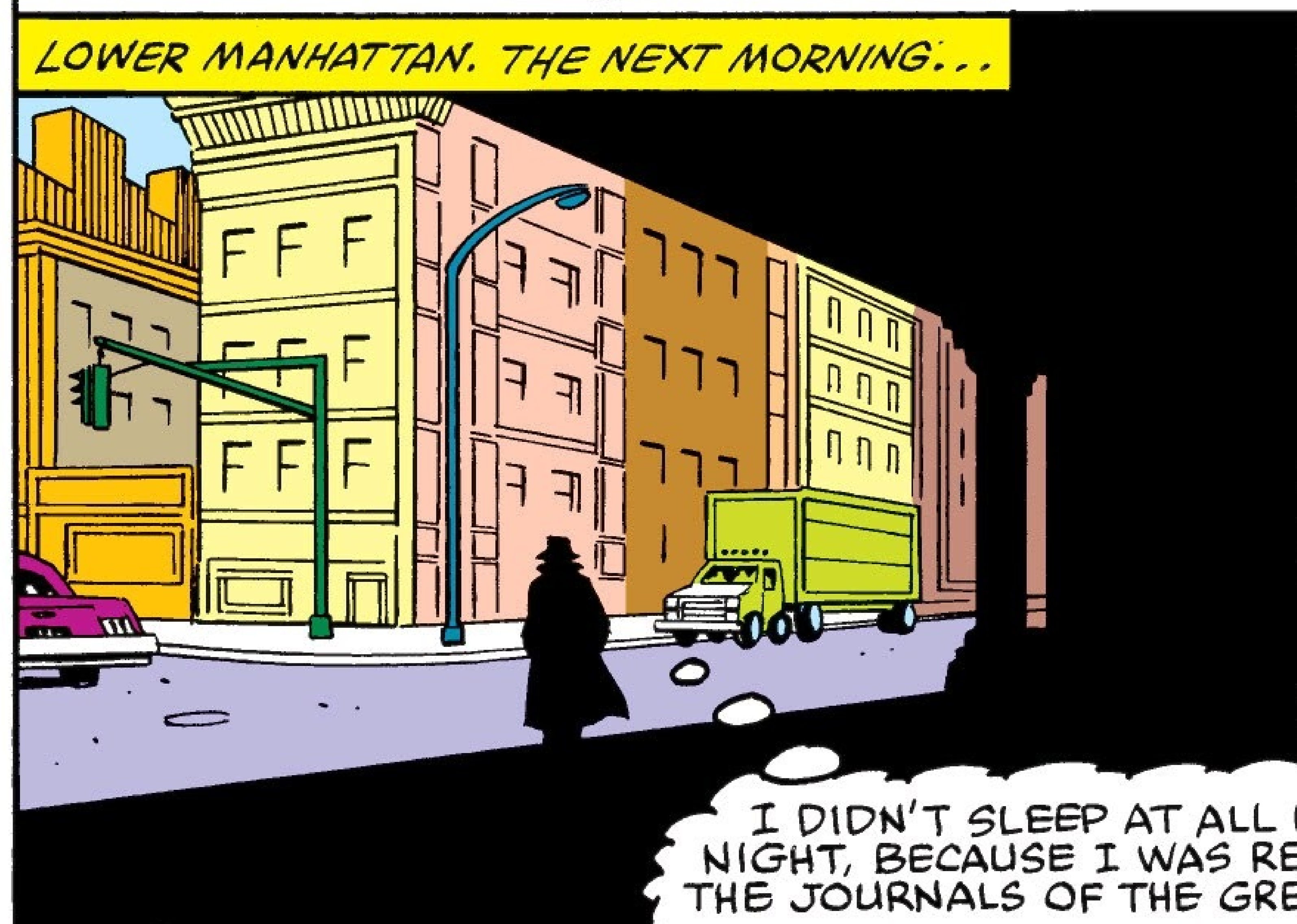

I'LL GET OUT HERE, GEORGIE.
YOU TAKE THE EMPTY VAN AND DISPOSE OF IT. WE DON'T WANT IT TRACED!


NOT TO WORRY, M'MAN! NOBODY COULD CONNECT IT WITH YOU ANYWAYS!
AND OL' GEORGIE SURE DON'T AIM TO GET CAUGHT! NOT KNOWIN' WHAT I KNOW NOW! WHEN I'M DONE WITH THIS VAN, THERE WON'T BE A CLUE LEFT!

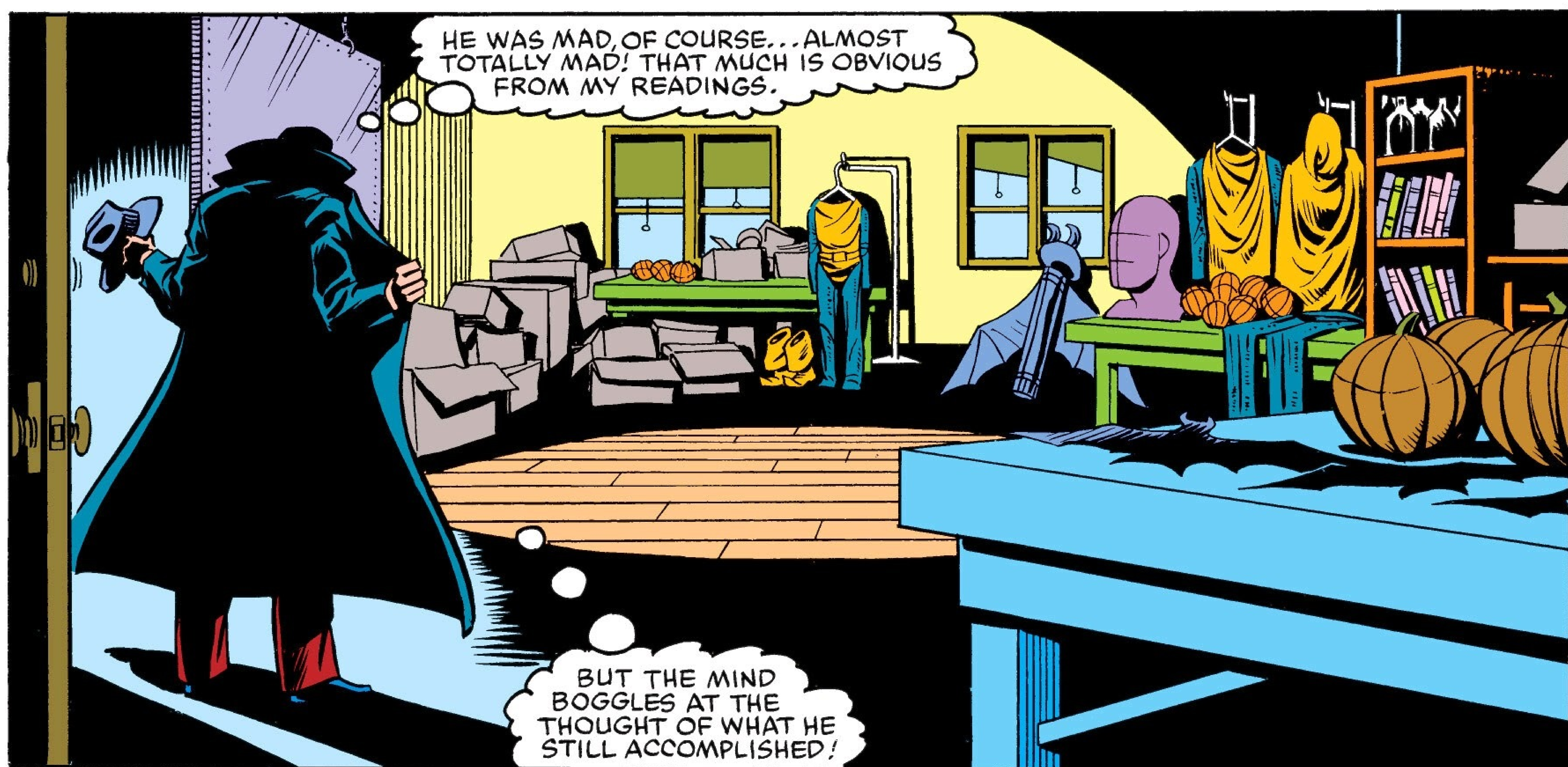

I'M SURE THERE WON'T BE, GEORGIE!


KLIK
KLA-BOOOM

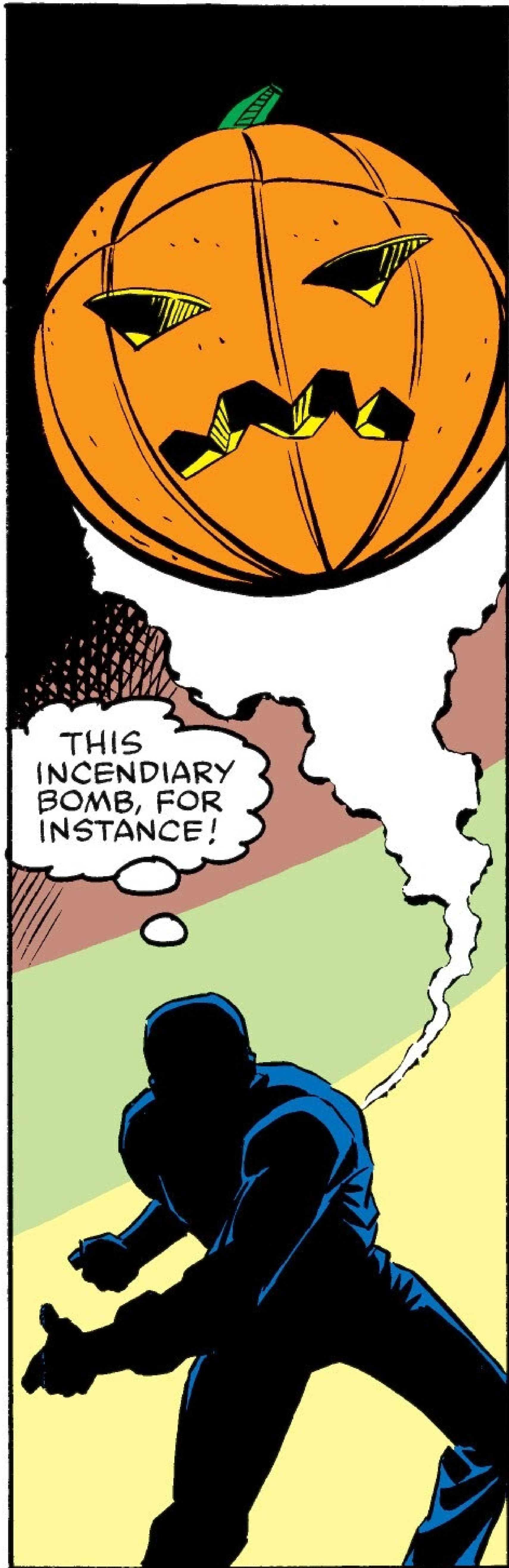

QUITE SURE!


LOWER MANHATTAN. THE NEXT MORNING...
I DIDN'T SLEEP AT ALL LAST NIGHT, BECAUSE I WAS READING THE JOURNALS OF THE GREEN GOBLIN!

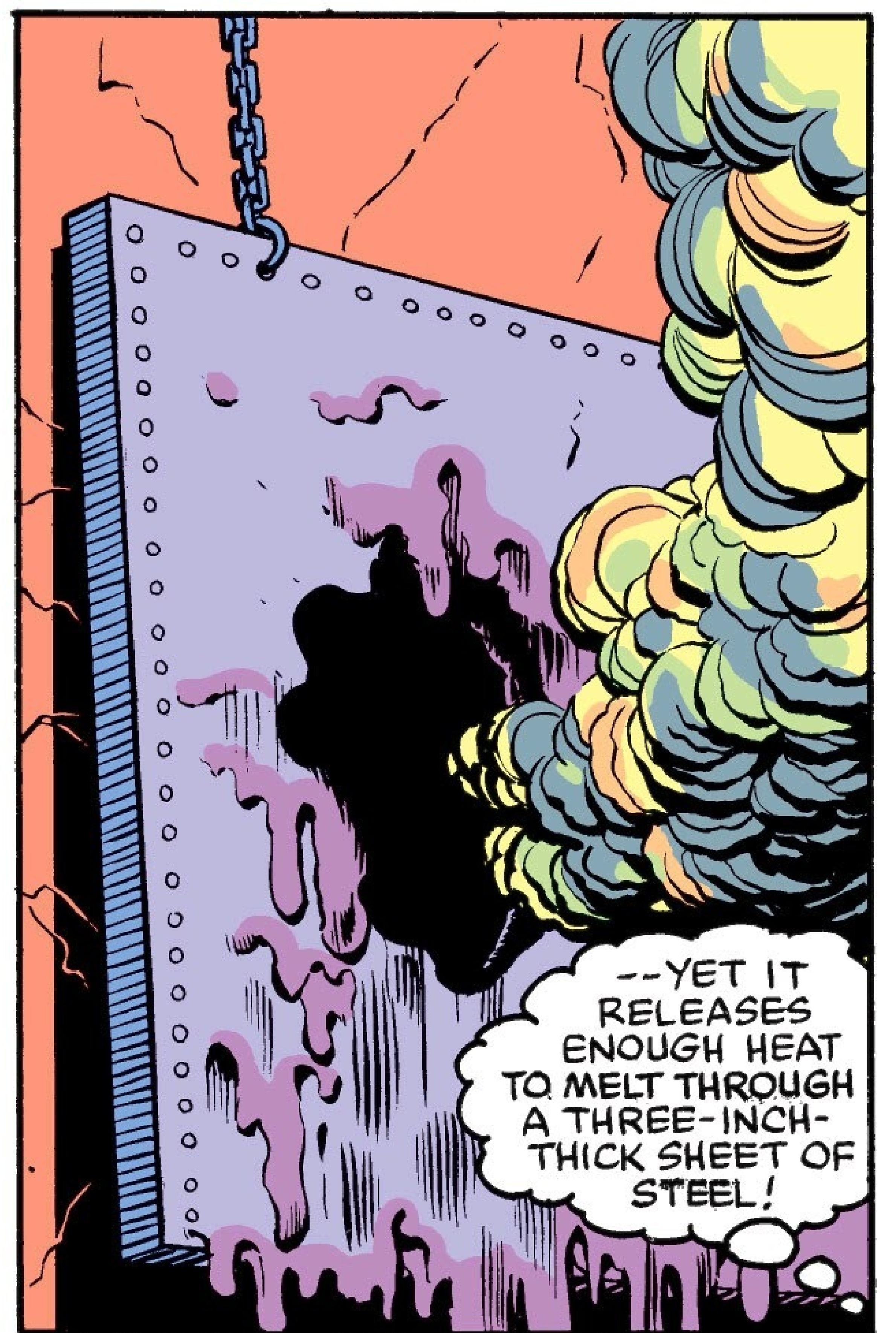

THE THINGS I'VE DISCOVERED ARE ASTOUNDING! TO THINK THAT AN INDUSTRIALIST AS RESPECTED AS NORMAN OSBORN WAS THE GREEN GOBLIN--!


HE WAS MAD, OF COURSE... ALMOST TOTALLY MAD! THAT MUCH IS OBVIOUS FROM MY READINGS.
BUT THE MIND BOGGLES AT THE THOUGHT OF WHAT HE STILL ACCOMPLISHED!

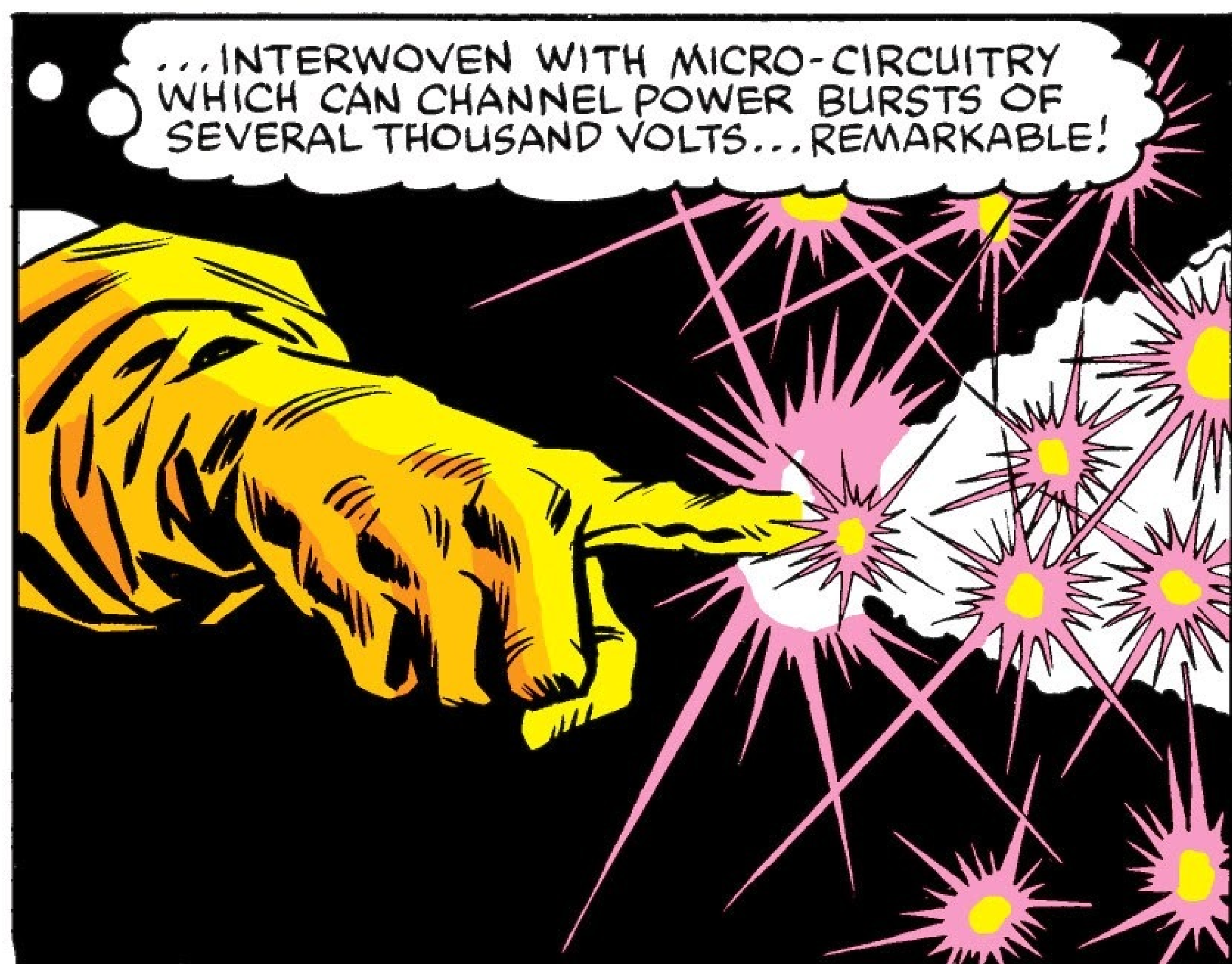

THIS EQUIPMENT... THESE WEAPONS... IT'S ALL THE WORK OF GENIUS!


THIS INCENDIARY BOMB, FOR INSTANCE!

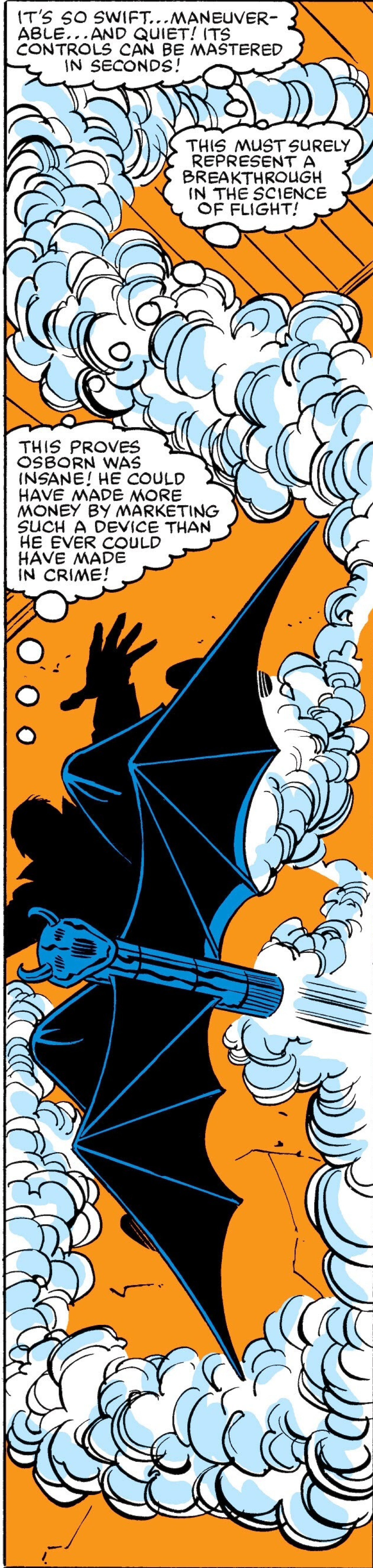

FUMP
IT HARDLY MAKES A SOUND WHEN IT IGNITES--


--YET IT RELEASES ENOUGH HEAT TO MELT THROUGH A THREE-INCH-THICK SHEET OF STEEL!

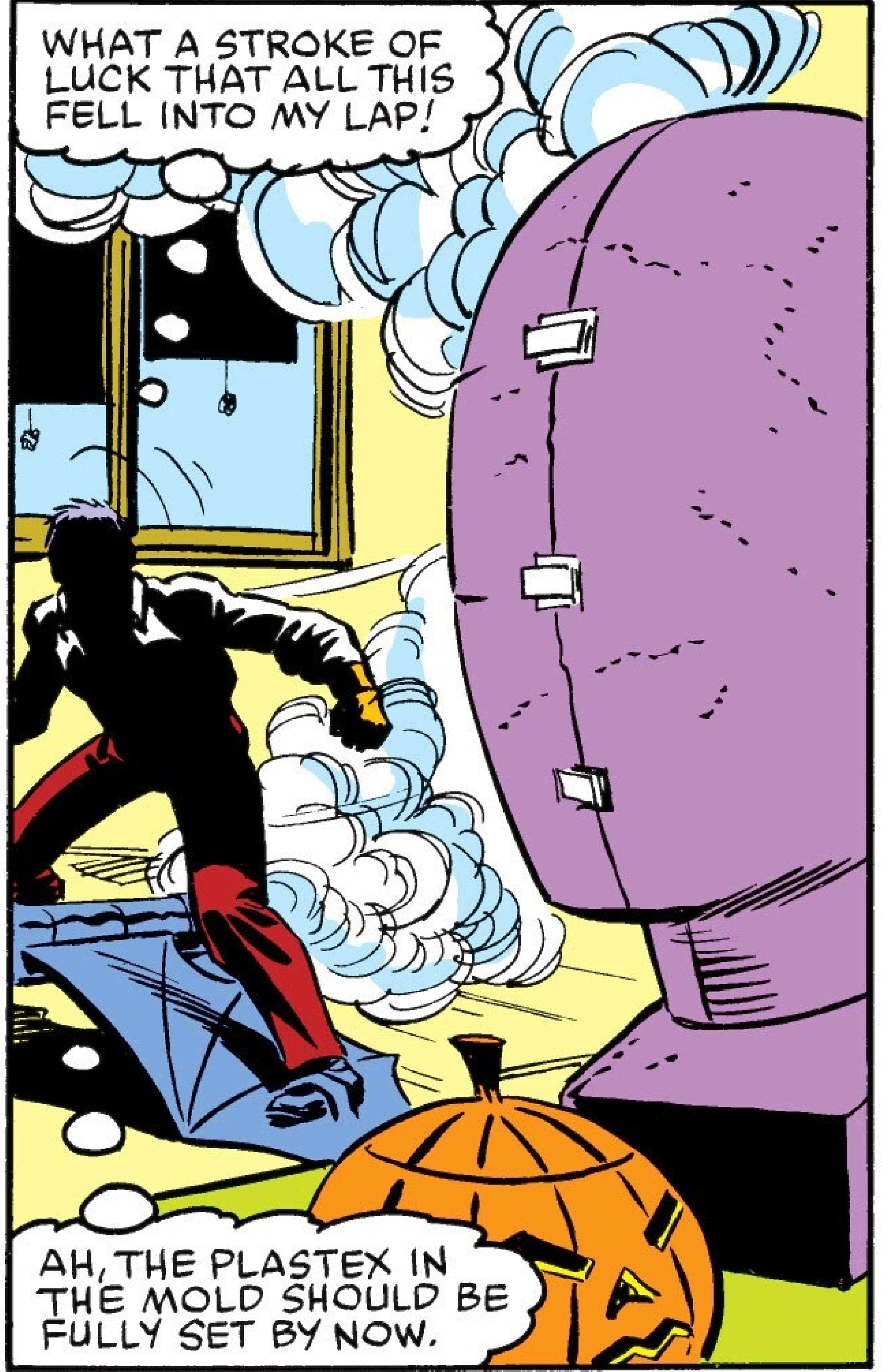

AND THE GLOVES...


...INTERWOVEN WITH MICRO-CIRCUITRY WHICH CAN CHANNEL POWER BURSTS OF SEVERAL THOUSAND VOLTS... REMARKABLE!


BUT THE THING WHICH FASCINATES ME THE MOST IS THIS JET-GLIDER!


IT'S SO SWIFT...MANEUVER-ABLE...AND QUIET! ITS CONTROLS CAN BE MASTERED IN SECONDS!
THIS MUST SURELY REPRESENT A BREAKTHROUGH IN THE SCIENCE OF FLIGHT!
THIS PROVES OSBORN WAS INSANE! HE COULD HAVE MADE MORE MONEY BY MARKETING SUCH A DEVICE THAN HE EVER COULD HAVE MADE IN CRIME!


OF COURSE... IN KEEPING THIS TO HIMSELF, HE BECAME THE ONLY ONE IN THE WORLD TO POSSESS SUCH A WONDROUS DEVICE! THE ONLY ONE... YES!
THE FREEDOM, THE POWER THIS GIVES ONE IS... EXHILARATING!


WHAT A STROKE OF LUCK THAT ALL THIS FELL INTO MY LAP!
AH, THE PLASTEX IN THE MOLD SHOULD BE FULLY SET BY NOW.


EXCELLENT!

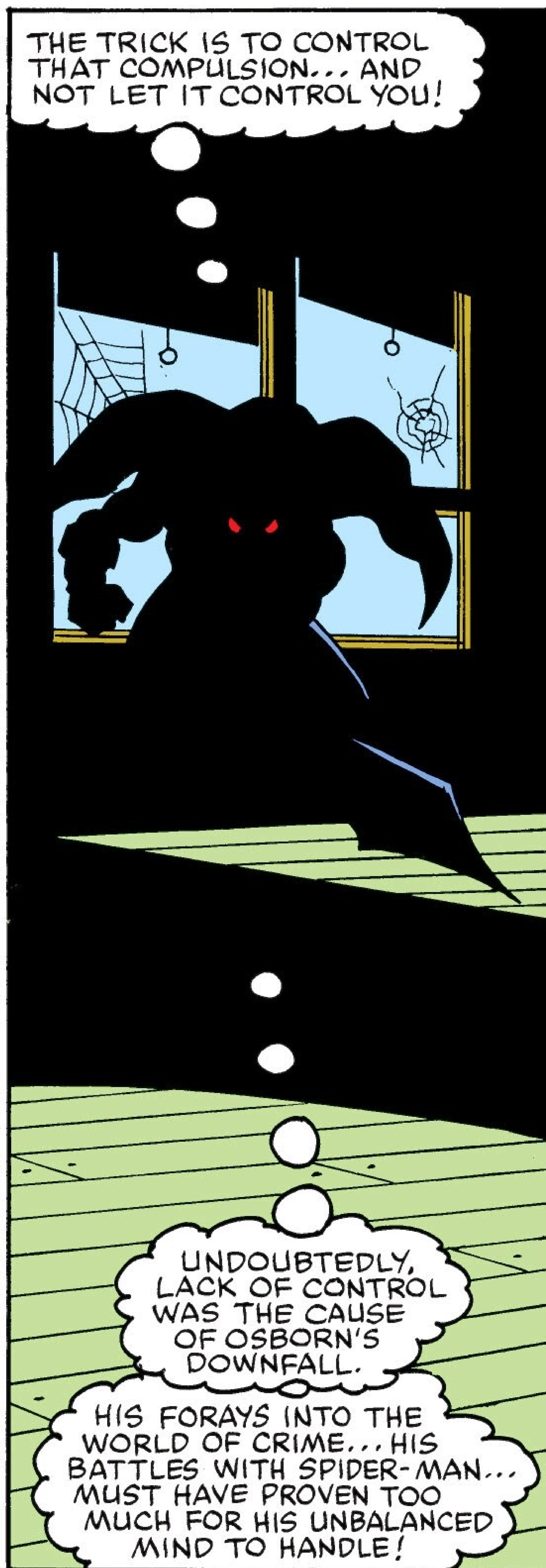

MY NEW FACE! IT STILL EVOKES THE MADNESS OF THE GOBLIN--


--BUT THE SLIGHT CHANGES I MADE IN THE MOLD SHOULD PRODUCE A MORE FEARSOME COUNTENANCE!


AND THE DYES APPEAR TO HAVE FULLY DRIED IN THE COSTUMES THAT I ALTERED YESTERDAY!


YES, THE FIT IS PERFECT!


THIS IS MARVELOUS! I FEEL LIKE A NEW MAN IN THIS OUTFIT!
NO... NOT NEW! DIFFERENT!
IT'S EASY TO SEE HOW OSBORN BECAME SO WARPED BY HIS SECOND IDENTITY! THE COMPULSION TO ESCAPE THE RESTRAINTS OF SOCIETY IS SOMETHING I CAN WELL UNDERSTAND!


THE TRICK IS TO CONTROL THAT COMPULSION... AND NOT LET IT CONTROL YOU!
UNDOUBTEDLY, LACK OF CONTROL WAS THE CAUSE OF OSBORN'S DOWNFALL.
HIS FORAYS INTO THE WORLD OF CRIME... HIS BATTLES WITH SPIDER-MAN... MUST HAVE PROVEN TOO MUCH FOR HIS UNBALANCED MIND TO HANDLE!


WELL, NORMAN OSBORN MAY HAVE DIED, BUT HIS LEGACY--HIS POWER--WILL LIVE ON! AND THIS TIME, IT SHALL BE SHAPED BY A MAN WHO KNOWS HOW TO USE POWER!
THE GREEN GOBLIN IS NO MORE!


BUT IN HIS PLACE NOW STANDS--
--THE HOBGOBLIN!!
TO BE CONTINUED!

THE SPIDER'S WEB

c/o MARVEL COMICS GROUP
387 Park Avenue South
New York, New York 10016

TOM DeFALCO
EDITOR
LINDA GRANT
ASSISTANT EDITOR

Dear Tom:

Yesterday, I bought AMAZING SPIDER-MAN #233. After reading "Where The @¢%# Is Nose Norton?" last night, I just couldn't keep from expressing my feelings.

I've been collecting comics for fourteen years, and I've always enjoyed them. Spider-Man has been my favorite hero ever since the first time I touched an issue. I have seen Spider-Man grow up over the years. How can you *not* feel something about such a character, even if he is pure fiction? That is why I've been disappointed when the excitement and the enjoyment just wasn't there anymore. For the last two years, I searched for some of the fun I had grown up with, but it just wasn't there.

At first, I thought it was me. Maybe the fun and the thrill *was* there, and I just didn't find it to be fun or thrilling anymore. This led to a sobering conclusion: Maybe I had outgrown comic books. I never thought that could happen to me. Somehow, this possibility made me feel a little older, a little more somber, than a college student should. I would like to believe that I have some carefree, free-wheeling days left in me.

Finally, I learned to appreciate more fully the greatness of those SPIDER-MAN tales of the past, the ones I'd taken for granted. I remembered kindly the issues that continually defied the old routine and set new standards for all the other titles. I recalled those special issues that held only a few pages of battle—or even none at all!—where the issue was dedicated to developing the characters of the subplots. It was this uniqueness—not the flash and color—that made SPIDER-MAN a legend.

Well, I am delighted to say that *SPIDER-MAN IS BACK*! It has been building up for a few months now, but it was issue #233 that really kicked off the Spider-Man Revival. As I read the story for a second time, I kept repeating, "I like it, I like it!". It had all the elements I've been seeking for over two years.

First, the art. You can't imagine how satisfying it is for an old Spider-Man fan to see a Romita working on AMAZING SPIDER-MAN on a regular basis. The Web-slinger has not looked better than he did this issue for a very, very long time. John Romita Jr. handled the other characters in the story with a finesse that perhaps no other SPIDER-MAN artist has ever achieved. The last five issues have been masterpieces.

I should have suspected that Roger Stern would be the man to bring back the old spirit . . . he's done it on every strip he's written (INCREDIBLE HULK, SPECTACULAR SPIDER-MAN, etc.) The Juggernaut tale, the Cobra-Hyde fracas, and the Tarantula story were all near perfect. But it was the latter that got me excited again. Issue #233 was nostalgic yet fresh, and that is what the book has needed. The beginning of the *Bugle* expose on the Brand Corporation is a brilliant backdrop for a lengthy plot, and you're wise in not restricting it to just being a subplot which builds to a two-part conclusion. Thanks for having Peter give up his Teaching Assistant job. It was the most logical thing to do, as now he can get to the *Bugle* more often and still see the college gang in his graduate studies courses. Thanks for bringing Ned and Betty Leeds back, and for adding Ben Urich and that nifty-looking Amy to the cast. Just keep sailing along the way you are. Keep the intrigue going. Since Tarantula is under Brand's thumb, it shouldn't be too long until we see him again. One more thing, bring back the Black Cat!

Tom, I think it's quite apparent that this return to the basics of quality storytelling started to take shape when you took control of all the Spider-titles. You have everything moving in the right direction, and you are to be commended for the vast improvement. AMAZING SPIDER-MAN has not been this interesting for well over six years. I thank you for putting it all together and saving the best super hero on the market. I'm eagerly awaiting the many more terrific issues to come. You've managed to rekindle that old flame that I thought had burnt out. Comic books are still fun and still will be, as long as the care and craftsmanship that are now on display in AMAZING SPIDER-MAN continues.

Michael Kramer
R.R. #1
Trempealeau, WI 54661

Thanks for writing, Michael! I just wish I'd had room to print *all* of your letter.

Dear Spider-Crew:

The way you handled Spider-Man in AMAZING SPIDER-MAN #233 was great! I particularly loved the way you people finally realized that Tarantula was *never* a match for Spider-Man in the first place. (Lord only knows how he was able to stand up to the old Wall-crawler in past issues, though you did give an acceptable explanation.)

I also love the way you've been putting more emphasis on his speed and spider-strength. Superb!

Oh, yes! Let me not forget to compliment the art. The work of John Romita Jr. is indeed awesome. Keep up the good work, people!

John Jackson
3515 North 47th Avenue
Omaha, NE 68104

Dear Tom:

The art and the action alone were enough to make AMAZING SPIDER-MAN #233 great. The story made it excellent.

How about bringing back some more of the web-slinger's old enemies . . . guys like the Vulture, White Dragon, the Chameleon, Electro, and the Shocker.

Keep up the good work.

David Duncan
175 Nassau Drive
Springfield, MA 01129

Well, the Shocker is currently appearing in the AVENGERS, as part of the new Masters of Evil, Dave. As for the others . . . anything is possible!

Dear Tom and Linda,

Re: AMAZING SPIDER-MAN #233

Terrific!

I love it! Stupendous script, awesome artwork, lusciously legible lettering, capital coloring, etc.!! This is the kind of work I expect from Marvel.

I'm puzzled on one point, however. Wasn't Ben Urich killed by Elektra in DAREDEVIL #179? Or did I miss something?

Christopher Harris
10 Rebecca Court
Landing, NJ 07850

Sounds like what you missed was DAREDEVIL #180, Chris! That's the issue wherein Ben Urich recounted his stay in the hospital!

SPECIAL ANNOUNCEMENT!

For all of you who have been clammering for the return of the Black Cat, allow me to direct your attention to SPECTACULAR SPIDER-MAN #74-76! That continued saga brings the quirky Ms. Felicia Hardy bouncing back into the life of our wild-and-wooly Web-head! And that plotline continues in these pages . . .

NEXT ISSUE: There's a mystery break-in in New Jersey! There's confusion in the boardroom of Osborn Manufacturing! And there's a Hobgoblin on the loose. But Spider-Man is at the side of the Black Cat . . . oblivious to all these goings-on, until the mysterious Madame Web re-enters his life! And if that's not enough to keep you on the edge of your seat, we also have a wild chase through lower Manhattan, a desperate search or two, and at least one semi-romantic interlude! How do we do it? You'll find out in AMAZING SPIDER-MAN #239, on sale in just thirty days! Until Then . . .

Tom DeFalco

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MARVEL® COMICS GROUP



the AMAZING SPIDER-MAN®

NOW STRIKES THE HOBGOBLIN

J.R. JR. + MILGROM

MIDNIGHT, IN NEW JERSEY...

NOW STRIKES THE HOBGOBLIN!

BLAMM

Stan Lee PRESENTS:

ROGER STERN SCRIPTER

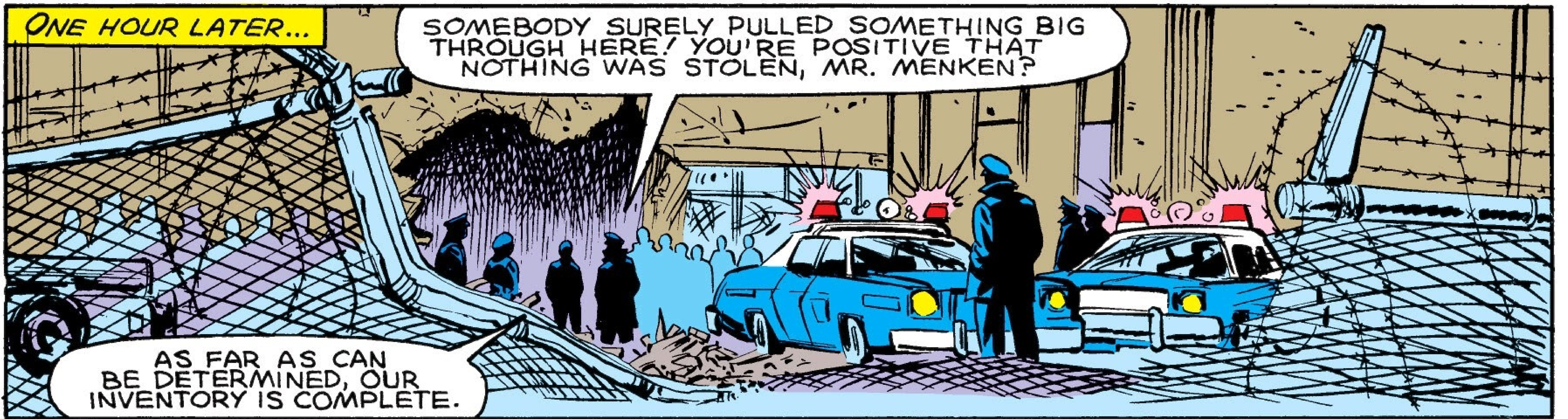
JOHN ROMITA JR. & FRANK GIACOIA ARTISTS

DIANA ALBERS LETTERER

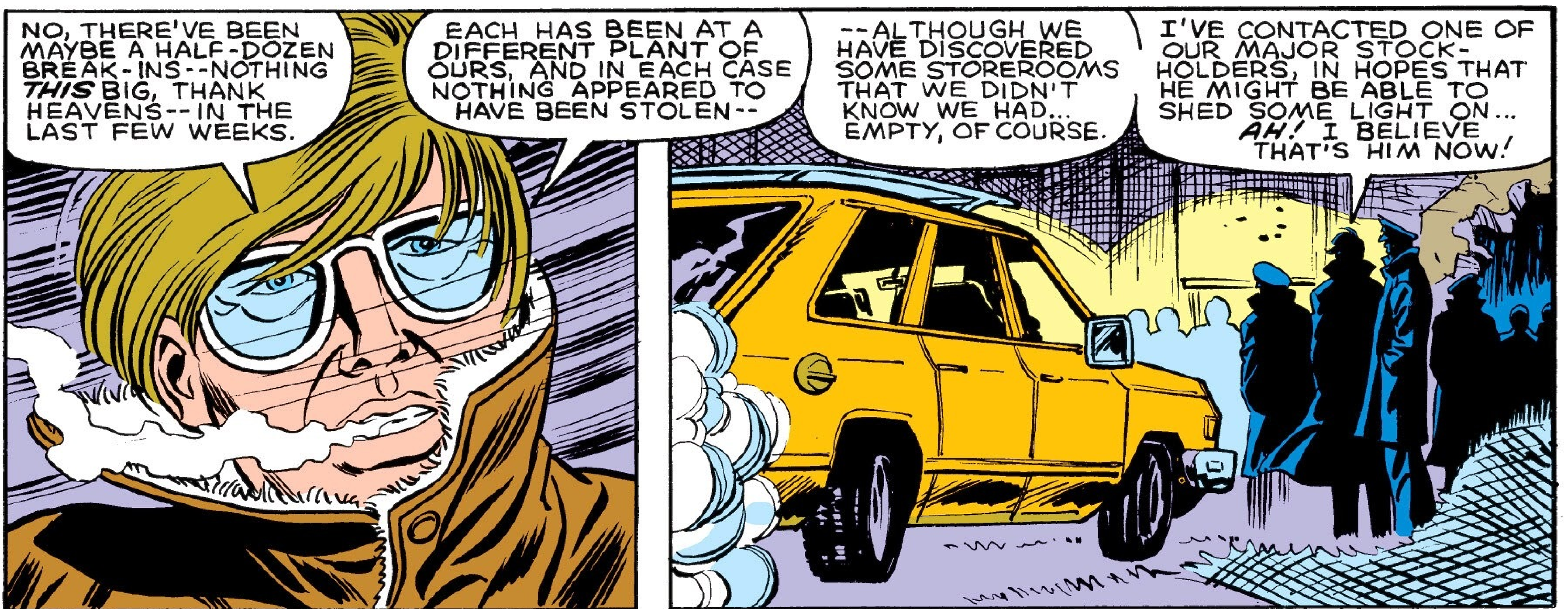
GLYNIS WEIN COLORIST

TOM DeFALCO EDITOR

JIM SHOOTER EDITOR-IN-CHIEF


ONE HOUR LATER...
SOMEBODY SURELY PULLED SOMETHING BIG THROUGH HERE! YOU'RE POSITIVE THAT NOTHING WAS STOLEN, MR. MENKEN?
AS FAR AS CAN BE DETERMINED, OUR INVENTORY IS COMPLETE.


I TELL YOU, THOUGH, THE UPPER MANAGEMENT OF OSBORN MANUFACTURING IS BECOMING VERY CONCERNED ABOUT THESE BREAK-INS.
THIS WASN'T THE FIRST SUCH INCIDENT, THEN?


NO, THERE'VE BEEN MAYBE A HALF-DOZEN BREAK-INS--NOTHING THIS BIG, THANK HEAVENS--IN THE LAST FEW WEEKS.
EACH HAS BEEN AT A DIFFERENT PLANT OF OURS, AND IN EACH CASE NOTHING APPEARED TO HAVE BEEN STOLEN--
--ALTHOUGH WE HAVE DISCOVERED SOME STOREROOMS THAT WE DIDN'T KNOW WE HAD... EMPTY, OF COURSE.
I'VE CONTACTED ONE OF OUR MAJOR STOCKHOLDERS, IN HOPES THAT HE MIGHT BE ABLE TO SHED SOME LIGHT ON... AH! I BELIEVE THAT'S HIM NOW!

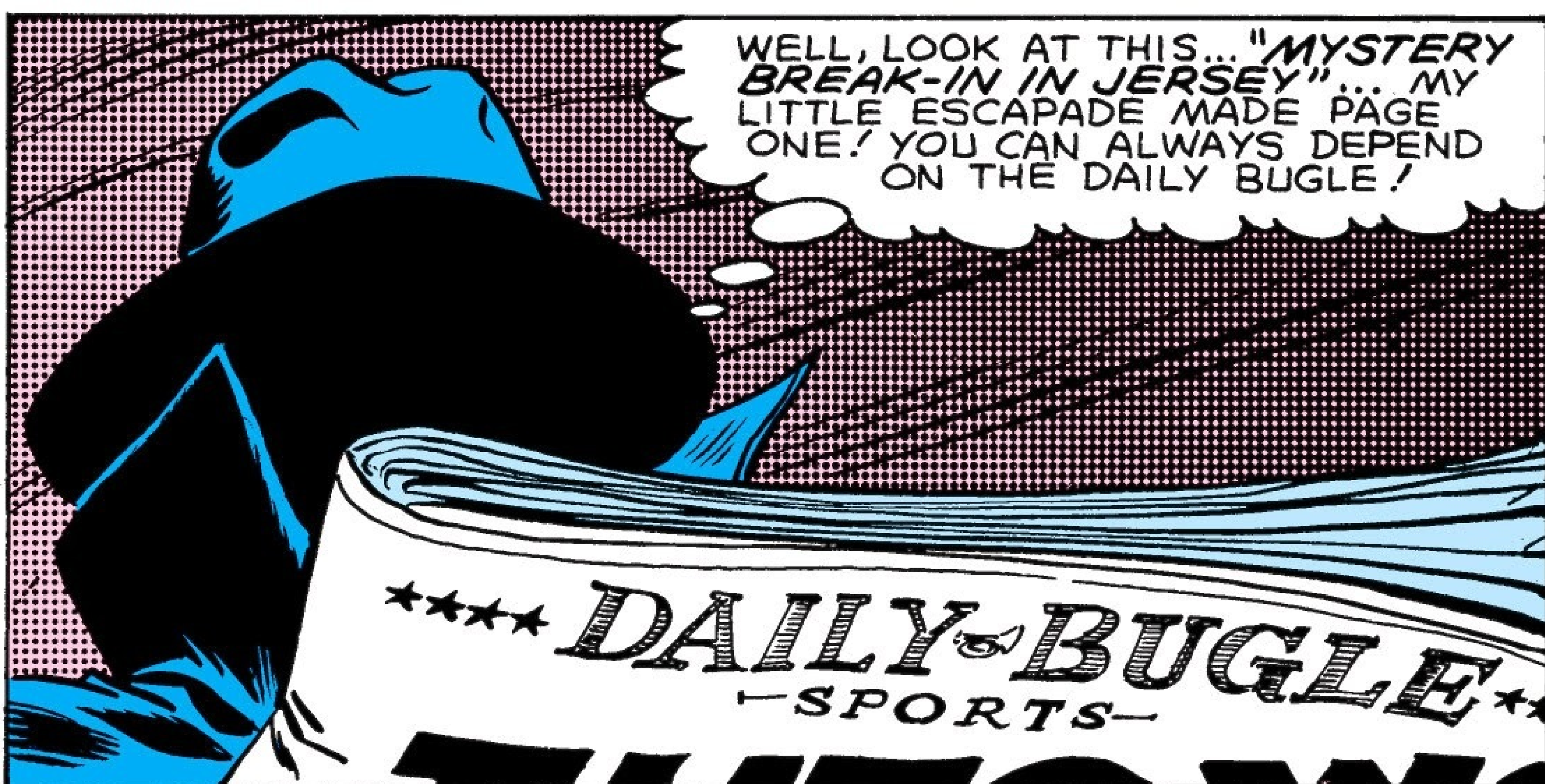

MR. OSBORN! THANK YOU FOR COMING! I APOLOGIZE FOR THE HOUR--!
THAT'S OKAY, MENKEN. MY WIFE AND I WERE JUST WATCHING THE LATE SHOW.
WHAT THE DEVIL'S GOING ON HERE?

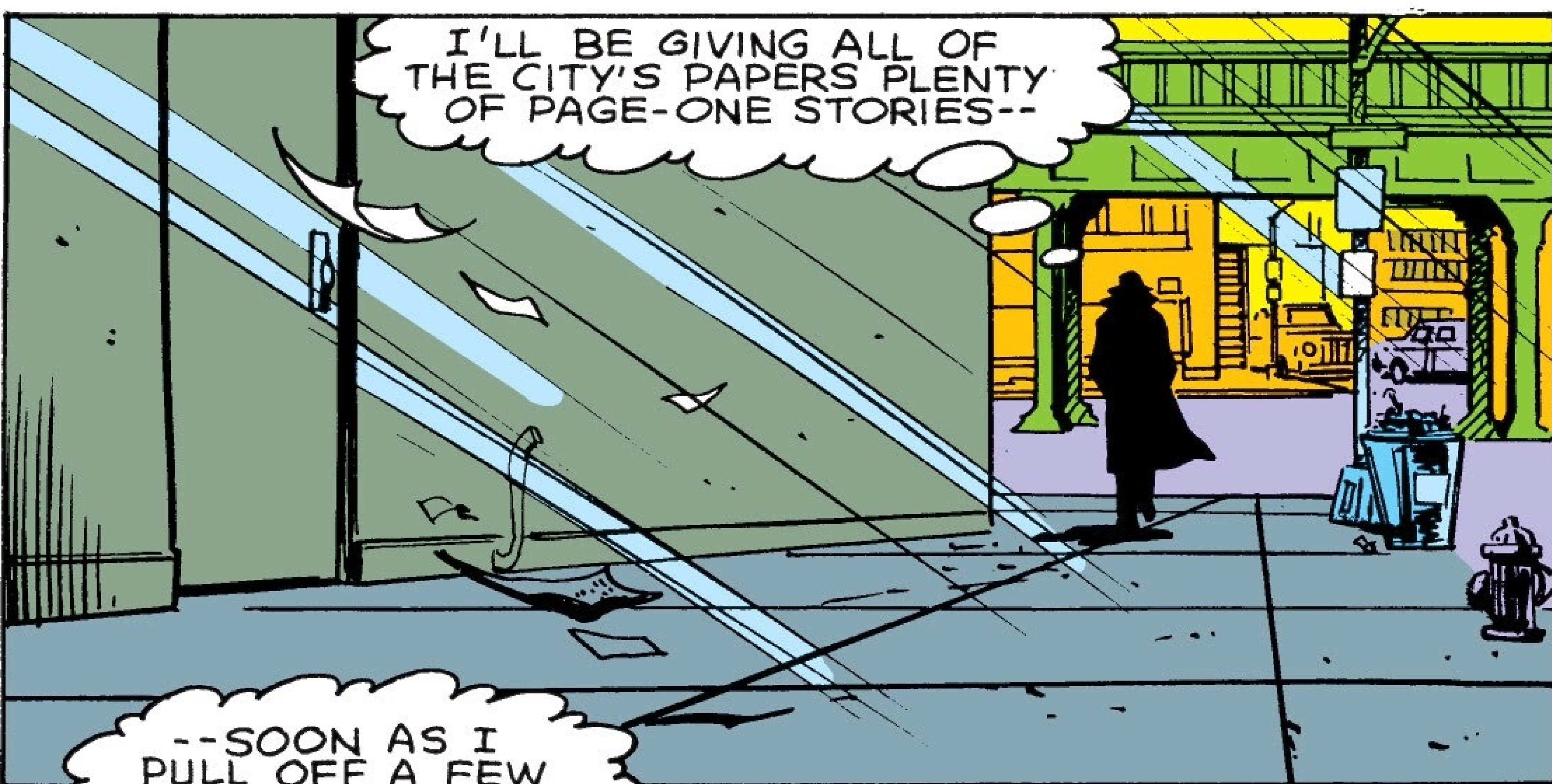

AND, AFTER THE POLICE TELL HARRY OSBORN WHAT LITTLE THEY KNOW...
WHEW! SOUNDS WEIRD, ALL RIGHT. YOU SAY YOU'VE FOUND A SERIES OF THESE... SECRET ROOMS, MENKEN?
YESSIR, AND THEY WEREN'T ON ANY FLOOR PLAN.
BUT... WELL... ALL THE BREAK-INS HAVE BEEN IN PROPERTIES WHICH YOUR LATE FATHER, NORMAN OSBORN, HAD A HAND IN BUILDING OR ACQUIRING. COULD HE HAVE POSSIBLY--?

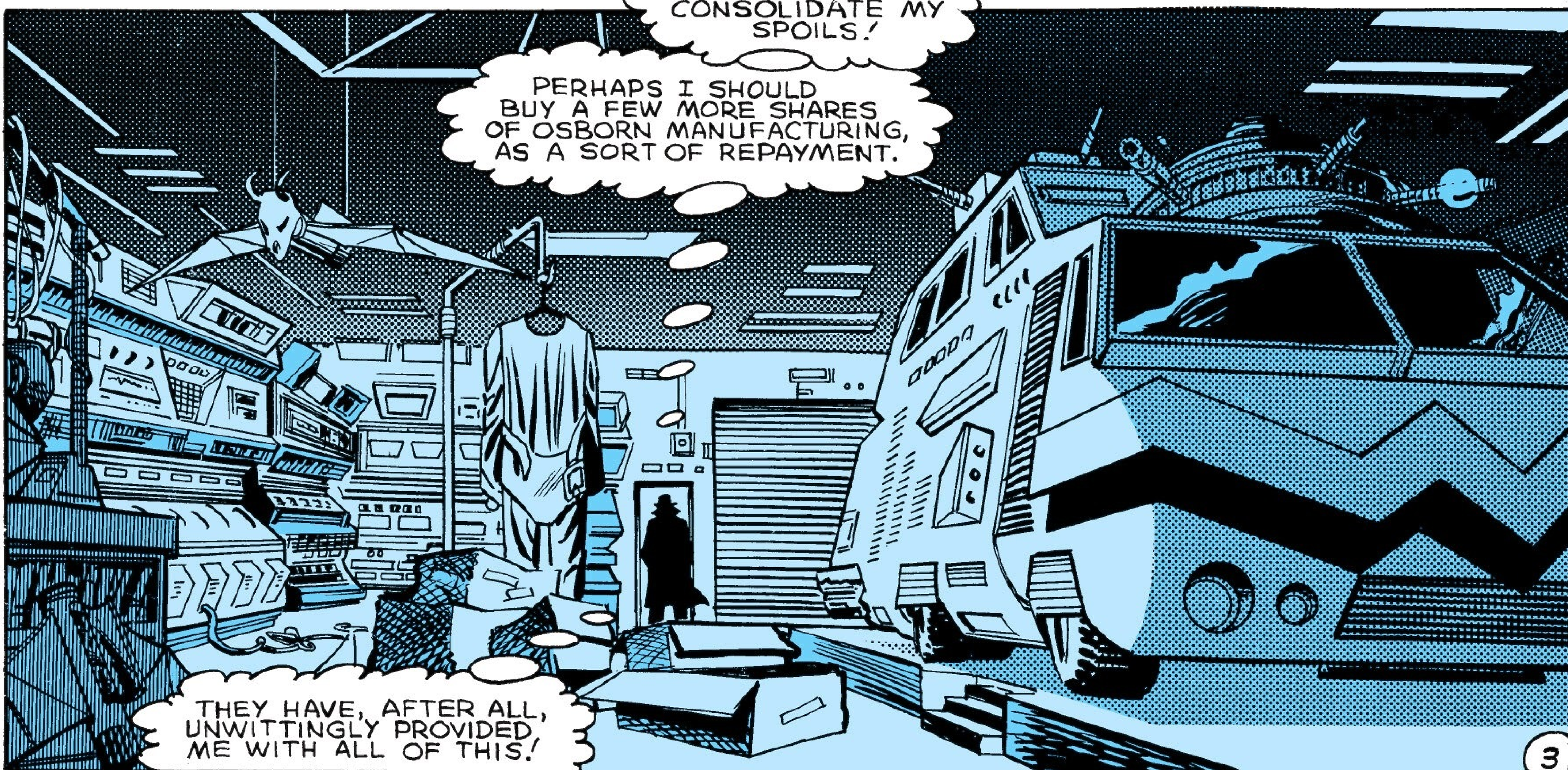

...HIDDEN SOMETHING THAT SOMEONE HAS DISCOVERED? IT'S NOT ONLY POSSIBLE, I'D SAY IT'S PROBABLE!
MY FATHER WAS A SECRETIVE MAN, MENKEN. IF HE HAD SOMETHING STASHED AWAY IN THERE, WE MAY NEVER KNOW WHAT IT WAS!
2

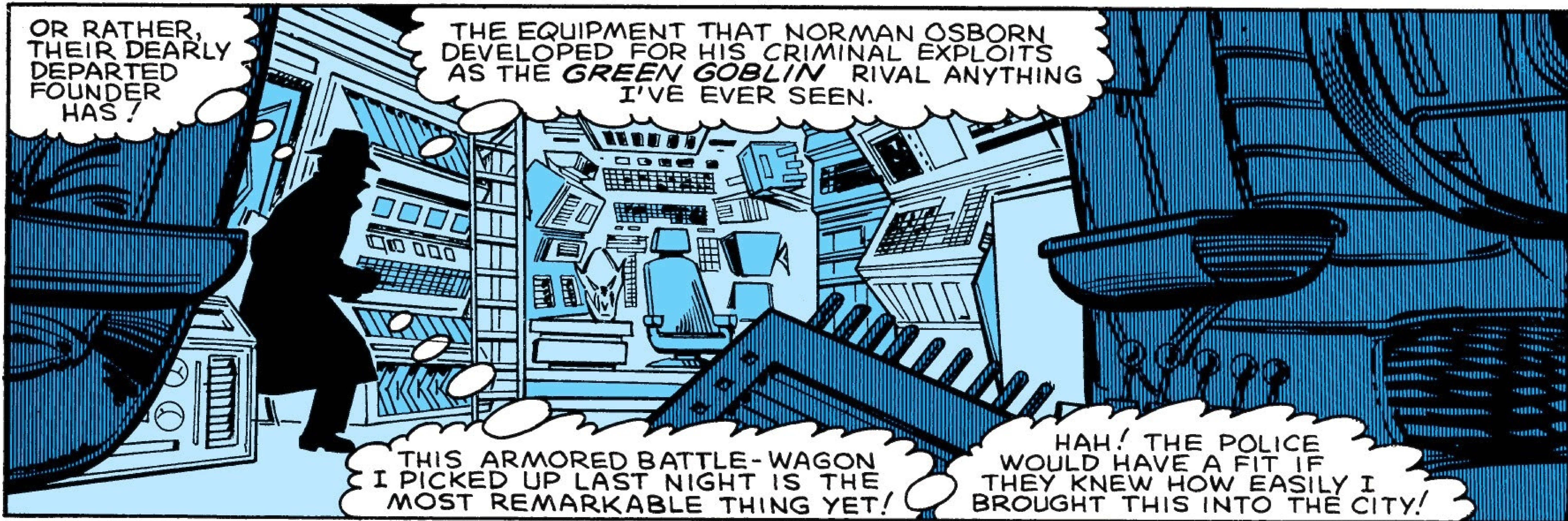

NEW YORK CITY, THE NEXT MORNING...


G'MORNING, SIR! YOU'RE UP EARLY, AIN'TCHA?
COULDN'T SLEEP.
TOO BAD. TODAY'D BE A GOOD DAY TO STAY IN BED!

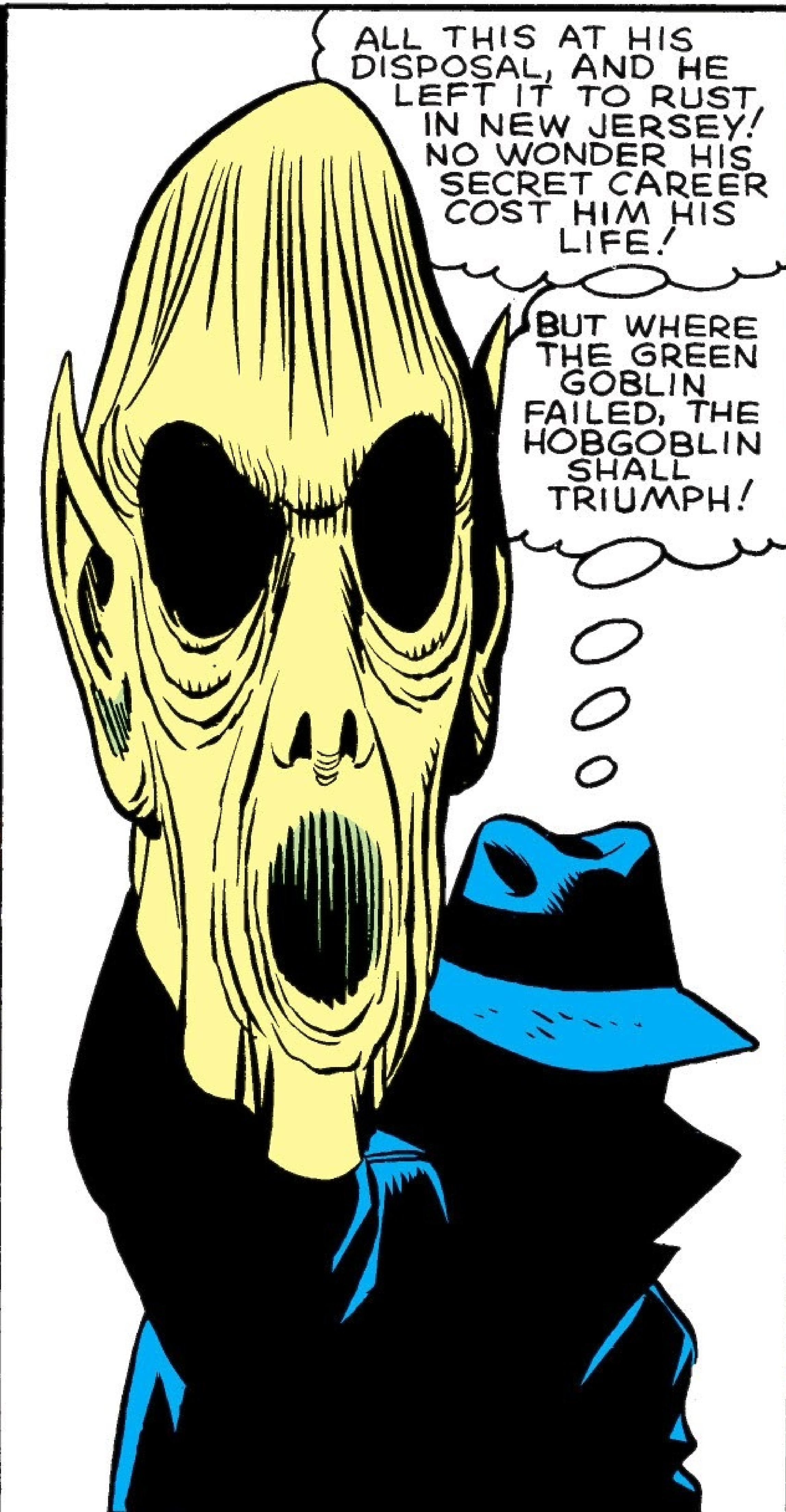

WELL, LOOK AT THIS... "MYSTERY BREAK-IN IN JERSEY"... MY LITTLE ESCAPADE MADE PAGE ONE! YOU CAN ALWAYS DEPEND ON THE DAILY BUGLE!
DAILY BUGLE
SPORTS


I'LL BE GIVING ALL OF THE CITY'S PAPERS PLENTY OF PAGE-ONE STORIES--
--SOON AS I PULL OFF A FEW MORE RAIDS, AND CONSOLIDATE MY SPOILS!

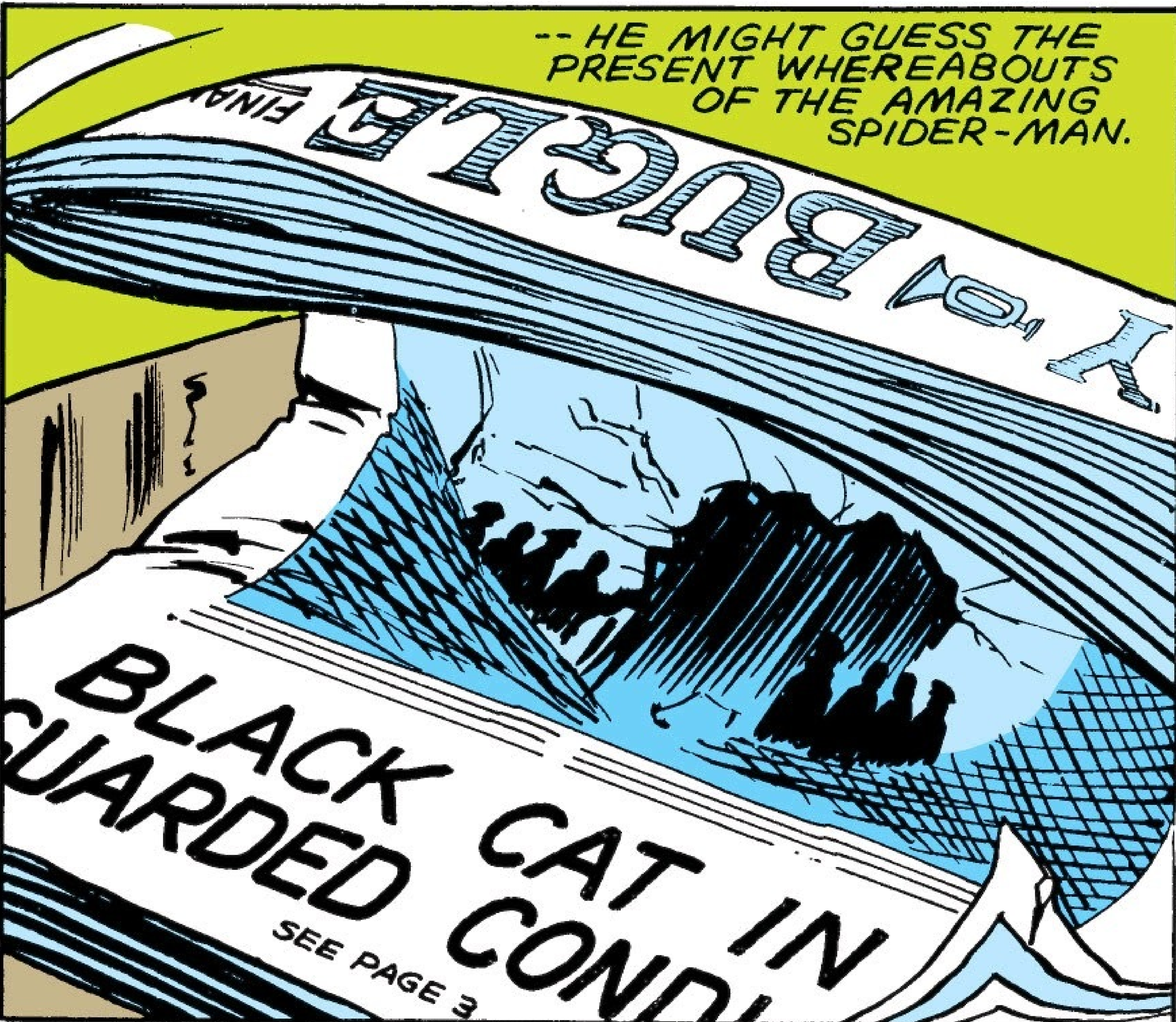

PERHAPS I SHOULD BUY A FEW MORE SHARES OF OSBORN MANUFACTURING, AS A SORT OF REPAYMENT.
THEY HAVE, AFTER ALL, UNWITTINGLY PROVIDED ME WITH ALL OF THIS!

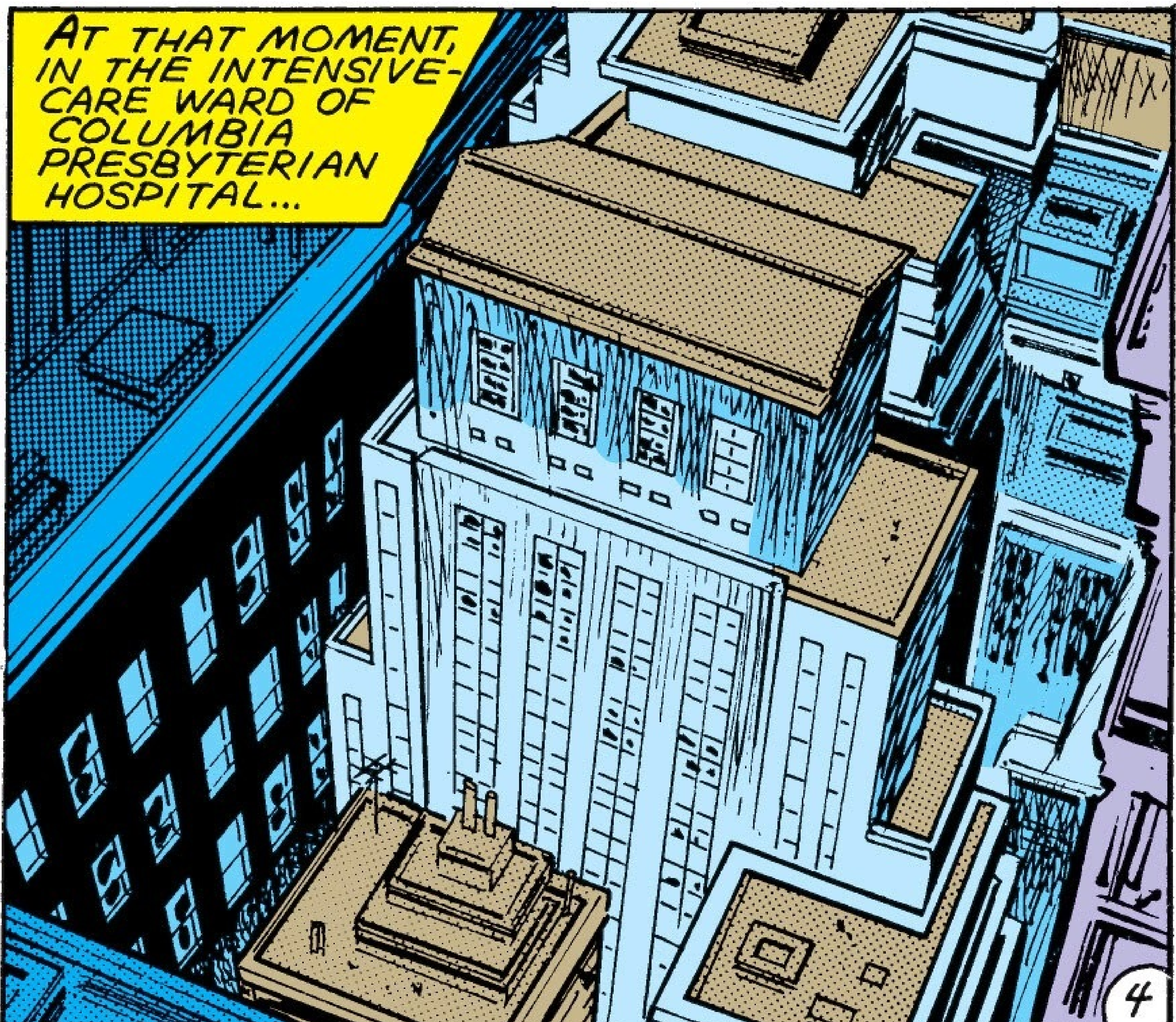

OR RATHER, THEIR DEARLY DEPARTED FOUNDER HAS!
THE EQUIPMENT THAT NORMAN OSBORN DEVELOPED FOR HIS CRIMINAL EXPLOITS AS THE GREEN GOBLIN RIVAL ANYTHING I'VE EVER SEEN.
THIS ARMORED BATTLE-WAGON I PICKED UP LAST NIGHT IS THE MOST REMARKABLE THING YET!
HAH! THE POLICE WOULD HAVE A FIT IF THEY KNEW HOW EASILY I BROUGHT THIS INTO THE CITY!


FROM THE JOURNALS I FOUND IN THE FIRST OF OSBORN'S LITTLE HIDEAWAYS, IT'S CLEAR THAT HE PLANNED TO USE THIS AS A MOBILE HEADQUARTERS.
BUT HE NEVER DID, THE POOR, MAD FOOL!


ALL THIS AT HIS DISPOSAL, AND HE LEFT IT TO RUST IN NEW JERSEY! NO WONDER HIS SECRET CAREER COST HIM HIS LIFE!
BUT WHERE THE GREEN GOBLIN FAILED, THE HOBGOBLIN SHALL TRIUMPH!


ONCE I RAID THE LAST OF OSBORN'S CACHES, I'LL DO THINGS HE NEVER DREAMED OF! PERHAPS I'LL EVEN SETTLE ACCOUNTS WITH HIS OLD ENEMY, SPIDER-MAN! YES, PERHAPS...
...ONCE I FIND HIM!
IF THE MYSTERIOUS HOB-GOBLIN HAD BOTHERED TO CHECK THE PAPER'S LOWER HEADLINE --

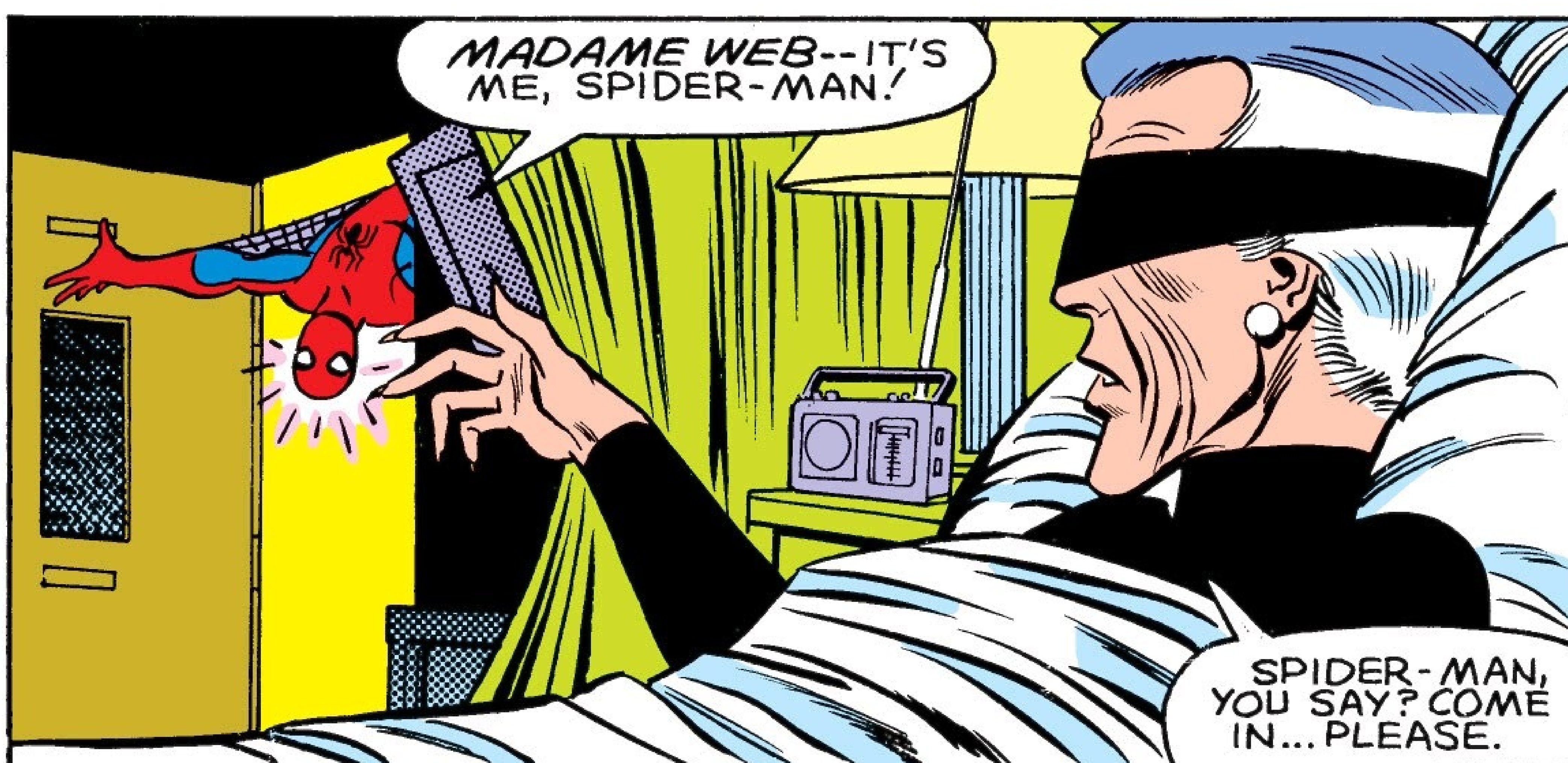

-- HE MIGHT GUESS THE PRESENT WHEREABOUTS OF THE AMAZING SPIDER-MAN.
BUGLE
BLACK CAT IN
SEE PAGE 3

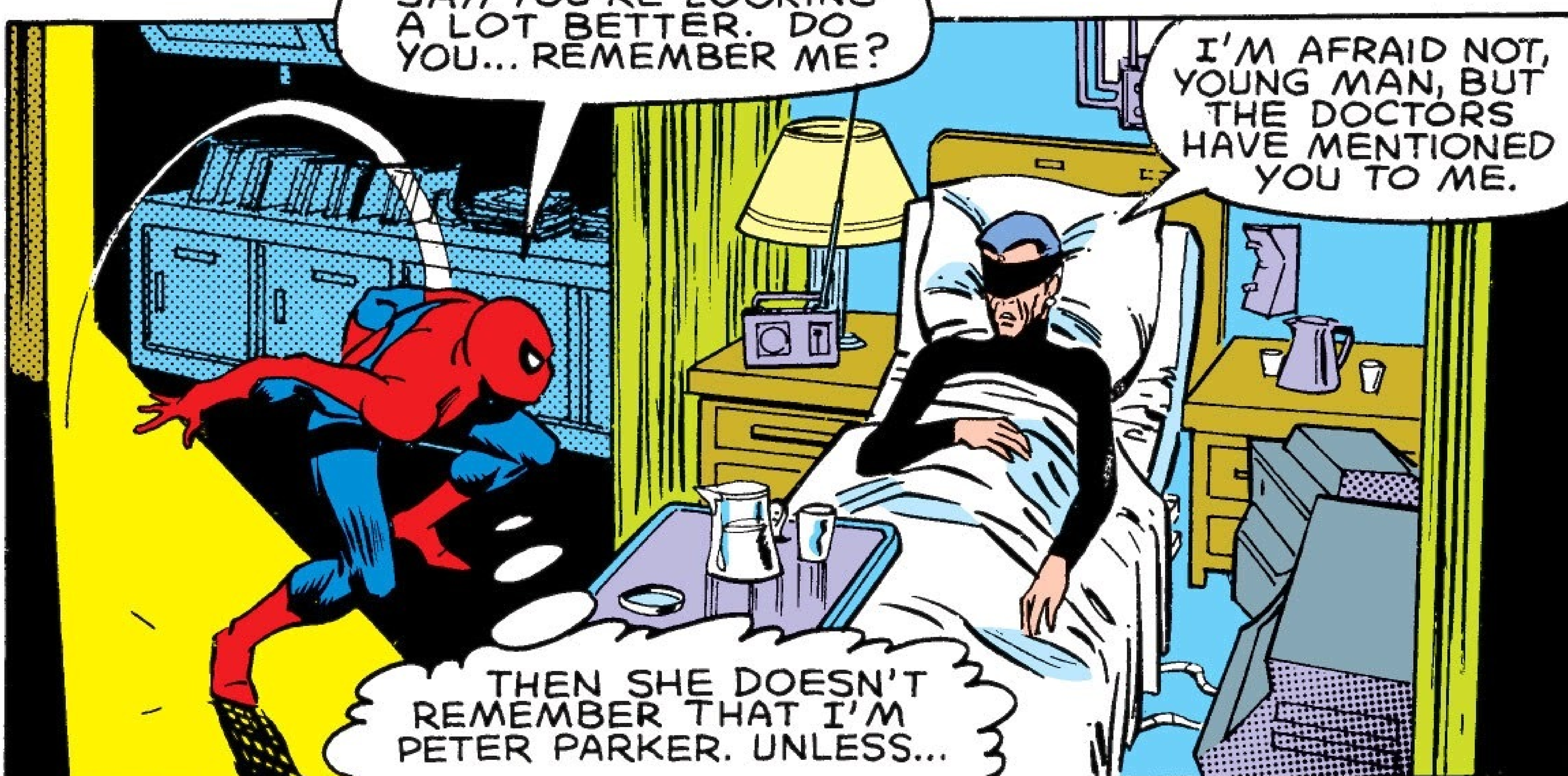

AT THAT MOMENT, IN THE INTENSIVE-CARE WARD OF COLUMBIA PRESBYTERIAN HOSPITAL...

...FELICIA HARDY, THE BLACK CAT, LIES IN CRITICAL CONDITION, FOLLOWING A NEAR-FATAL SHOOTING!*
*SEE SPECTACULAR SPIDER-MAN #76.
SHE IS NOT ALONE.
IT'S A MIRACLE SHE'S ALIVE. SHE ALMOST DIED... WOULD HAVE DIED IF I HADN'T GOTTEN HER HERE IN TIME.
I GUESS THAT MEANS I SAVED HER. YEAH... WISH I COULD HAVE SAVED HER FROM BEING GUNNED DOWN BY DR. OCTOPUS'S GOONS.
OCTOPUS! HE'S STILL OUT THERE SOMEWHERE... BY NOW HE'S PROBABLY EVEN REPLACED THOSE MECHANICAL ARMS I RIPPED OFF HIM. HE'S OUT THERE--FREE--
--WHILE FELICIA HERE IS JUST BARELY HOLDING ON TO LIFE. THERE'S NO JUSTICE.
EH? MY SPIDER-SENSE IS BUZZING. SOMEONE'S COMING!
WHO WOULD DARE--?
HOLD IT RIGHT THERE!
WHERE DO YOU THINK--? OH.
SORRY, CAPTAIN DEWOLFF. I'M A LITTLE JUMPY.
NO KIDDING. LOOK, I TOLD YOU THAT THE N.Y.P.D. HAS EVERYTHING WELL IN HAND.
WHAT'RE YOU DOING HERE, ANYWAY? GO HOME AND GET SOME SLEEP! FROM THE WAY YOU'RE WOBBLING AROUND, YOU LOOK LIKE YOU COULD USE IT!

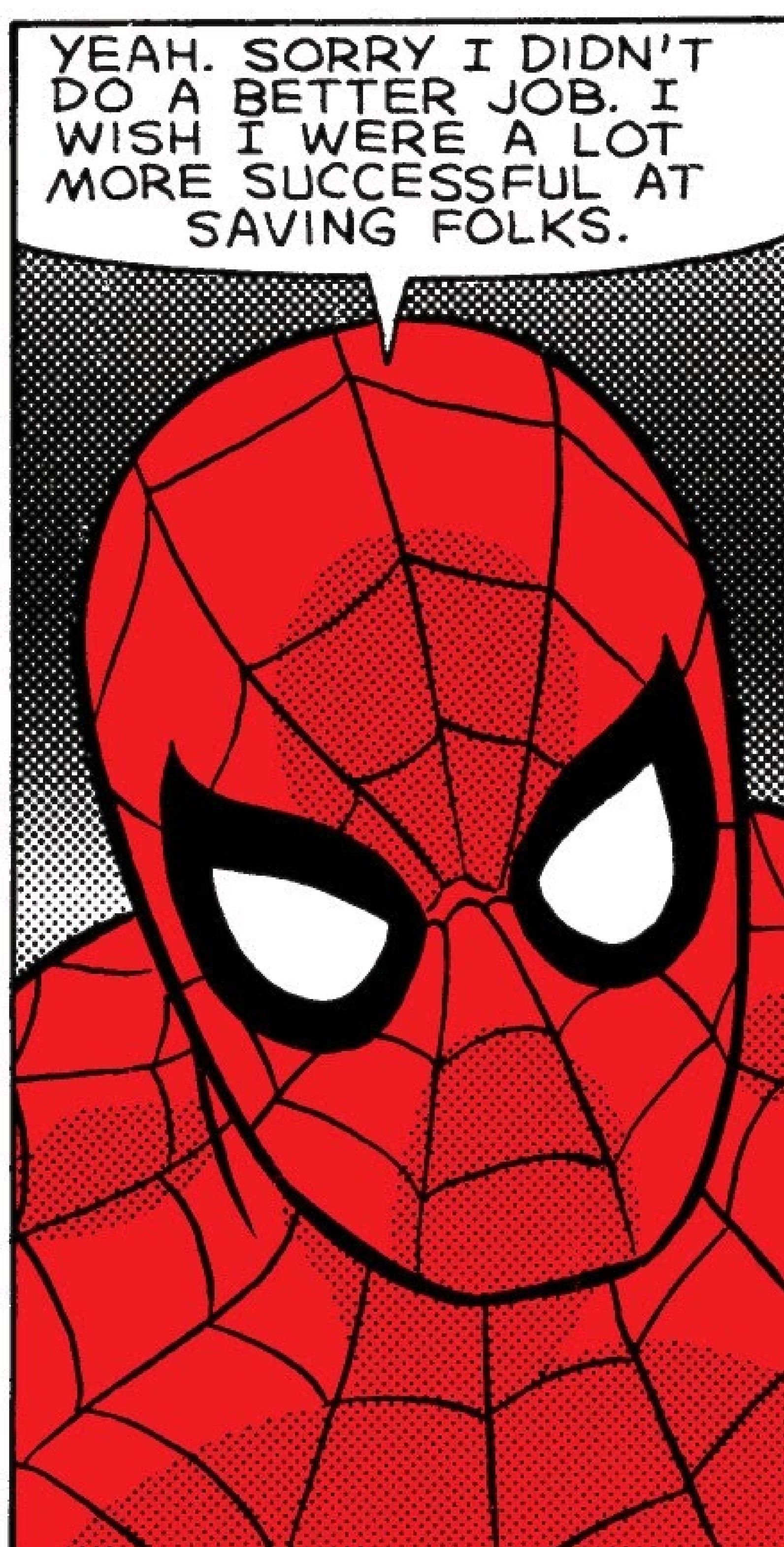

GUESS SHE'S RIGHT. I FEEL ABOUT HALF DEAD. IF DOC OCK TRIED ANYTHING NOW, I WOULDN'T BE IN ANY SHAPE TO STOP HIM.
HELLO! THERE'S A FAMILIAR DOOR.
INTENSIVE CARE

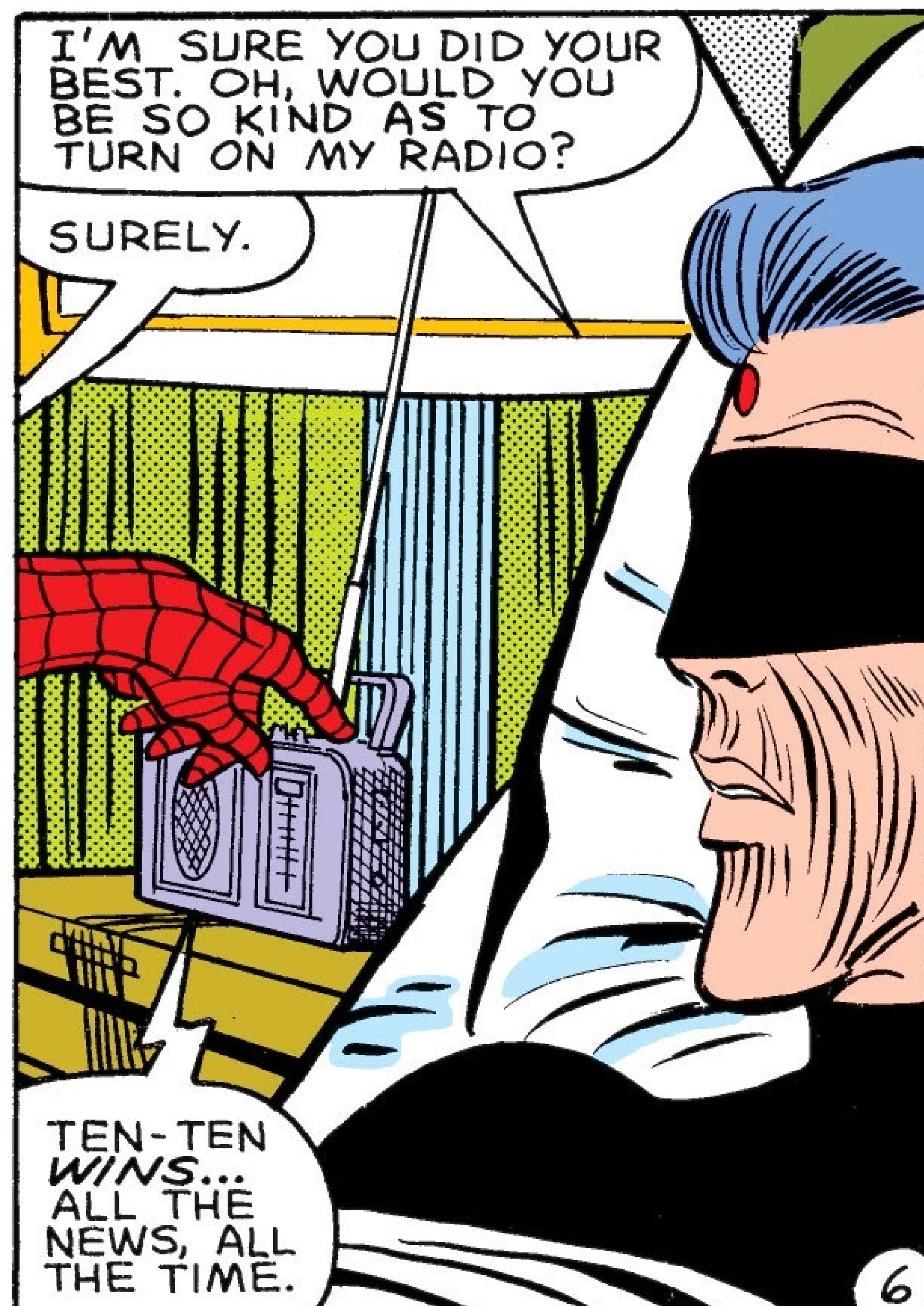

I'D ALMOST FORGOTTEN THAT *SHE* WAS IN THIS HOSPITAL. I SHOULD PROBABLY SEE HOW SHE'S DOING.


MADAME WEB--IT'S ME, SPIDER-MAN!
SPIDER-MAN, YOU SAY? COME IN... PLEASE.


SAY, YOU'RE LOOKING A LOT BETTER. DO YOU... REMEMBER ME?
I'M AFRAID NOT, YOUNG MAN, BUT THE DOCTORS HAVE MENTIONED YOU TO ME.
THEN SHE DOESN'T REMEMBER THAT I'M PETER PARKER. UNLESS...


HAVE YOUR MENTAL POWERS RETURNED?
MY PSYCHIC ABILITIES APPEAR TO BE AS DEAD AS MY VISION. BUT THANK YOU FOR CARING TO ASK.
I'M TOLD THAT YOU RISKED YOUR LIFE TO DEFEND ME FROM THAT JUGGERNAUT CREATURE.*
* SEE ISSUES #229-230


YEAH. SORRY I DIDN'T DO A BETTER JOB. I WISH I WERE A LOT MORE SUCCESSFUL AT SAVING FOLKS.


I'M SURE YOU DID YOUR BEST. OH, WOULD YOU BE SO KIND AS TO TURN ON MY RADIO?
SURELY.
TEN-TEN *WINS*... ALL THE NEWS, ALL THE TIME.